

# **ATTACHMENT 56**

HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

1

IN THE DISTRICT COURT OF  
WYANDOTTE COUNTY, KANSAS  
TWENTY-NINTH JUDICIAL DISTRICT

---

ASSOCIATED WHOLESALE GROCERS,		
INC., et al.,		
Plaintiffs,		Case No.
		10CV2171
UNITED EGG PRODUCERS, et al.,		
Defendants.		

---

HIGHLY CONFIDENTIAL

Washington, D.C.

March 5, 2014

The deposition of MARCUS RUST  
was convened on Wednesday, March 5, 2014,  
commencing at 9:25 a.m., at the offices of  
Porter Wright, 1900 K Street, Northwest  
Washington, D.C., before Paula G. Satkin,  
Registered Professional Reporter and Notary  
Public.

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

**HIGHLY CONFIDENTIAL**

Rust, Marcus

March 5, 2014

2 (Pages 2 to 5)

2	4
<p>1 APPEARANCES:</p> <p>2</p> <p>3 On behalf of the Plaintiffs:</p> <p>4 PATRICK J. STUEVE, ESQ.</p> <p>5 DAVID A. HICKEY, ESQ.</p> <p>6 Stueve Siegel Hanson LLP</p> <p>7 460 Nichols Road, Suite 200</p> <p>8 Kansas City, Missouri 64112</p> <p>9 (816) 714-7100</p> <p>10</p> <p>11 On behalf of Rose Acre Farms:</p> <p>12 JOHN C. MONICA, JR., ESQ.</p> <p>13 DONALD M. BARNES, ESQ.</p> <p>14 Porter, Wright, Morris &amp; Arthur LLP</p> <p>15 1900 K Street, NW</p> <p>16 Suite 1110</p> <p>17 Washington, DC 20006</p> <p>18 (202) 778-3000</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p>	<p>1 CONTENTS</p> <p>2 WITNESS EXAMINATION</p> <p>3 MARCUS RUST</p> <p>4 By Mr. Stueve 9</p> <p>5 Afternoon session - 166</p> <p>6 EXHIBITS</p> <p>7 EXHIBIT NO. PAGE NO.</p> <p>8 Exhibit 517 Corporate notice served on 65</p> <p>9 Rose Acre</p> <p>10 Exhibit 518 Document Bates stamped RA 33885 81</p> <p>11 through 891</p> <p>12 Exhibit 519 Print out from Rose Acre website 119</p> <p>13 Exhibit 520 Print out from Rose Acre website 130</p> <p>14 Exhibit 521 Document 131</p> <p>15 Exhibit 522 Governance flow chart 146</p> <p>16 Exhibit 523 Excerpt from Egg Industry 156</p> <p>17 Exhibit 524 Document Bates stamped 182</p> <p>18 RA 0067634</p> <p>19 Exhibit 525 Excerpt from interrogatory 203</p> <p>20 answers</p> <p>21 Exhibit 526 Interrogatory answer of 211</p> <p>22 Rose Acre</p>
3	5
<p>1 APPEARANCES:</p> <p>2 On behalf of United Egg Producers and US</p> <p>3 Egg Marketers:</p> <p>4 JAN LEVINE, ESQ. (Via phone)</p> <p>5 WHITNEY REDDING, ESQ. (Via phone)</p> <p>6 Pepper Hamilton LLP</p> <p>7 3000 Two Logan Square</p> <p>8 Eighteenth and Arch Streets</p> <p>9 Philadelphia, Pennsylvania 19103-2799</p> <p>10 (215) 981-4000</p> <p>11 On behalf of the Defendants Land O'Lakes,</p> <p>12 Moark and Norco Ranch:</p> <p>13 VANESSA JACOBSEN, ESQ. (Via phone)</p> <p>14 Eimer Stahl LLP</p> <p>15 224 South Michigan Avenue, Suite 1100</p> <p>16 Chicago, Illinois 60604</p> <p>17 (312) 660-7600</p> <p>18</p> <p>19 ALSO PRESENT:</p> <p>20 JOSEPH A. MILLER</p> <p>21 General Counsel,</p> <p>22 Rose Acre Farms, Inc.</p>	<p>1 EXHIBITS</p> <p>2 EXHIBIT NO. PAGE NO.</p> <p>3 Exhibit 527 United Voices document 224</p> <p>4 Exhibit 528 Minutes of May 11, 2004, 246</p> <p>5 United Egg Producers Board of</p> <p>6 Directors meeting</p> <p>7 Exhibit 529 Letter from Jones Waldo 302</p> <p>8 law firm</p> <p>9 Exhibit 530 Document regarding economic 309</p> <p>10 summit</p> <p>11 Exhibit 531 Document Bates stamped 323</p> <p>12 RAFKS 0004654</p> <p>13 Exhibit 532 Document Bates stamped 327</p> <p>14 RAFKS 0006481</p> <p>15 Exhibit 533 Document Bates stamped 330</p> <p>16 RAFKS 0004571 to 4572</p> <p>17 Exhibit 534 Document Bates stamped 333</p> <p>18 RAUPDATE 0071497 through 519</p> <p>19 Exhibit 535 Document Bates stamped 348</p> <p>20 UEPRIV 000075 to 76</p> <p>21 Exhibit 536 Document Bates stamped 351</p> <p>22 RA 0067468 through 469</p>

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

3 (Pages 6 to 9)

<p style="text-align: right;">6</p> <p>1 EXHIBITS</p> <p>2 EXHIBIT NO. PAGE NO.</p> <p>3 Exhibit 537 Document Bates stamped 364</p> <p>4 RAUPDATE 0044348</p> <p>5</p> <p>6</p> <p>7</p> <p>8</p> <p>9</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p>	<p style="text-align: right;">8</p> <p>1 MR. BARNES: Donald Barnes with</p> <p>2 the law firm of Porter Wright here in DC. We</p> <p>3 are counsel for Rose Acre Farms, one of the</p> <p>4 Defendants in this action.</p> <p>5 MR. MONICA: John Monica with</p> <p>6 Mr. Barnes from Porter Wright.</p> <p>7 MR. MILLER: And Joe Miller with</p> <p>8 the general counsel of Rose Acre Farms</p> <p>9 Whereupon--</p> <p>10 MARCUS RUST,</p> <p>11 a witness, called for examination, having been</p> <p>12 first duly sworn, was examined and testified as</p> <p>13 follows:</p> <p>14 MR. BARNES: Mr. Stueve, before we</p> <p>15 begin, could we have a stipulation on the record</p> <p>16 that we discussed off the record.</p> <p>17 MR. STUEVE: Sure.</p> <p>18 MR. BARNES: The stipulation is</p> <p>19 that all objections except as to the form of the</p> <p>20 question are preserved.</p> <p>21 MR. STUEVE: Right. Just so</p> <p>22 there's clarity of all counsel who are on the</p>
<p style="text-align: right;">7</p> <p>1 PROCEEDINGS</p> <p>2 THE VIDEOGRAPHER: Here begins</p> <p>3 videotape number one in the videotaped</p> <p>4 deposition of Marcus Rust taken in the matter of</p> <p>5 Associated Wholesale Grocers, Inc. et al.,</p> <p>6 Plaintiffs versus United Egg Producers et al.,</p> <p>7 Defendants, case number 10-CV-2171 in the</p> <p>8 District Court of Wyandotte County, Kansas, 29th</p> <p>9 Judicial District. Today's date is March 5,</p> <p>10 2014, and the time is approximately 9:25 a.m.</p> <p>11 My name is Jasmin Rice, here on behalf of</p> <p>12 Henderson Legal Services. The court reporter is</p> <p>13 Paula Satkin also here on behalf of Henderson</p> <p>14 Legal Services. Will attorneys please state</p> <p>15 their name for the record.</p> <p>16 MR. STUEVE: Patrick Stueve, here</p> <p>17 on behalf of the Plaintiffs. Along with me is</p> <p>18 David Hickey.</p> <p>19 We've already had counsel on the</p> <p>20 phone identify themselves, counsel for MOARK and</p> <p>21 related entities, as well as counsel as counsel</p> <p>22 for UEP USEM.</p>	<p style="text-align: right;">9</p> <p>1 phone, what we're talking about is no need to</p> <p>2 object on the grounds of relevancy of hearsay or</p> <p>3 those types of objections.</p> <p>4 MR. BARNES: Right. And also</p> <p>5 would an objection for one Defendant apply to</p> <p>6 all.</p> <p>7 MR. STUEVE: Yes.</p> <p>8 MR. BARNES: Thank you.</p> <p>9 MR. STUEVE: Okay.</p> <p>10 EXAMINATION</p> <p>11 BY MR. STUEVE:</p> <p>12 Q. Mr. Rust, I introduced myself just</p> <p>13 before the deposition. My name is Patrick</p> <p>14 Stueve. And I met you for the first time today.</p> <p>15 Is that correct, sir?</p> <p>16 A. Correct.</p> <p>17 Q. Have you ever had your deposition</p> <p>18 taken before?</p> <p>19 A. A couple times.</p> <p>20 Q. Okay. Let me just go over a few</p> <p>21 ground rules. One this is being videotaped and</p> <p>22 it's also being recorded by our court reporter</p>

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

4 (Pages 10 to 13)

<p style="text-align: right;">10</p> <p>1 here, so it's a little tricky, but you're going  2 to need to keep your hands off of your mouth  3 just so when you're talking the videographer can  4 pick it up, as well as the court reporter. I  5 know that's difficult for all of us in our  6 normal daily routine of communicating but that  7 would be very helpful if you could do that.  8 The second thing is it's important  9 that you verbalize your answer, because again it  10 has to be recorded by the court reporter here  11 and the nodding of heads is difficult to  12 determine whether that was a yes or a no.  13 <b>A. You don't get this.</b>  14 <b>(Laughter.)</b>  15 Q. Exactly. You understand your  16 testimony is under oath; right?  17 <b>A. Yes.</b>  18 Q. And that it's the same oath that  19 you would take if there's a trial in this  20 matter. You understand that?  21 <b>A. Yes.</b>  22 Q. So it's important that you</p>	<p style="text-align: right;">12</p> <p>1 topics; is that correct?  2 <b>A. Yes.</b>  3 Q. All right. What is your current  4 position at Rose Acre?  5 <b>A. CEO.</b>  6 Q. So you're the chief executive  7 officer of Rose Acre?  8 <b>A. Yes.</b>  9 Q. How long have you held that  10 position?  11 <b>A. Couple years.</b>  12 Q. All right. Who did you succeed?  13 <b>A. Actually, I'm not sure we actually</b>  14 <b>had a CEO. I succeeded -- my mother was</b>  15 <b>president.</b>  16 Q. Okay. And your mother is Lois  17 Rust. Is that right?  18 <b>A. Yes.</b>  19 Q. What is her current position?  20 <b>A. She's chairman.</b>  21 Q. Is she still actively involved in  22 the business?</p>
<p style="text-align: right;">11</p> <p>1 understand my questions before you answer them.  2 Okay?  3 <b>A. Yes.</b>  4 Q. And so if you need a  5 clarification, let me know, and I will clarify  6 my answer. If you answer my question I'm going  7 to assume you understood it. Fair enough?  8 <b>A. Yes.</b>  9 Q. All right. Another important  10 aspect of your testimony being under oath is  11 that if at trial you testify differently than  12 you do here you understand I can use this  13 testimony today at trial?  14 <b>A. Yes.</b>  15 Q. Okay. All right. If you need to  16 take a break, just let me know and we'll take a  17 break. Otherwise we'll probably go an hour,  18 hour and a half or so and then we'll change the  19 videotape.  20 Now, you understand that you've  21 been identified by Rose Acre as a corporate  22 representative to testify concerning a number of</p>	<p style="text-align: right;">13</p> <p>1 <b>A. Somewhat.</b>  2 Q. She's the chairman of the board of  3 Rose Acre?  4 <b>A. Yes.</b>  5 Q. Does she hold any other title?  6 <b>A. No.</b>  7 Q. Do you hold any other title other  8 than chief executive officer?  9 <b>A. No.</b>  10 Q. Are you a member of the Rose Acre  11 Board?  12 <b>A. Yes.</b>  13 Q. How long have you been involved in  14 the business under the name Rose Acre?  15 <b>A. All my life.</b>  16 Q. How old are you?  17 <b>A. Born August 8, 1956.</b>  18 Q. And I take it as long as you can  19 remember, you've been involved with the family  20 business; is that correct, sir?  21 <b>A. Yes. Family farm.</b>  22 Q. Has it always been named Rose</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

5 (Pages 14 to 17)

<p style="text-align: right;">14</p> <p>1 Acre?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. Now, there are some other folks</p> <p>4 that I've seen in the documents I would like to</p> <p>5 make sure I understand who they are and what</p> <p>6 role they have at Rose Acre. KY Hendrix?</p> <p>7 <b>A. My brother-in-law.</b></p> <p>8 Q. Brother-in-law. He's married to</p> <p>9 Ruth Ann; is that correct?</p> <p>10 <b>A. Correct.</b></p> <p>11 Q. Ruth Ann Hendrix is your sister?</p> <p>12 <b>A. Right.</b></p> <p>13 Q. What role does KY Hendrix have in</p> <p>14 the family business?</p> <p>15 <b>A. He was kind of assistant flock</b></p> <p>16 <b>manager.</b></p> <p>17 Q. How long did he hold that</p> <p>18 position?</p> <p>19 <b>A. About 20 years, maybe.</b></p> <p>20 Q. What other responsibilities did he</p> <p>21 have other than assistant flock manager?</p> <p>22 <b>A. Well, that pretty well encompasses</b></p>	<p style="text-align: right;">16</p> <p>1 Q. All right. Give or take what?</p> <p>2 <b>A. 22 to 23.</b></p> <p>3 Q. 22 to 23 million laying hens?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. And as I understand it, it's the</p> <p>6 second largest shell egg producer in the United</p> <p>7 States; correct?</p> <p>8 <b>A. No.</b></p> <p>9 Q. It's not?</p> <p>10 <b>A. No.</b></p> <p>11 Q. Where does it rank?</p> <p>12 <b>A. We're probably -- depends on how</b></p> <p>13 <b>you rank. I would say number three today.</b></p> <p>14 Q. Okay. Has it been ranked number</p> <p>15 two before?</p> <p>16 <b>A. It has in the past.</b></p> <p>17 Q. Okay. So somewhere in either</p> <p>18 number two or number three ranking; is that</p> <p>19 correct?</p> <p>20 <b>A. Correct.</b></p> <p>21 Q. Would that be true for the last at</p> <p>22 least since 2000?</p>
<p style="text-align: right;">15</p> <p>1 <b>most.</b></p> <p>2 Q. And what was his responsibility as</p> <p>3 an assistant flock manager?</p> <p>4 <b>A. Helping my brother look over the</b></p> <p>5 <b>chickens.</b></p> <p>6 Q. Okay. And your brother?</p> <p>7 <b>A. Anthony.</b></p> <p>8 Q. What's Anthony's title?</p> <p>9 <b>A. He run the -- at that time, he run</b></p> <p>10 <b>the flock department.</b></p> <p>11 Q. Is he still with the company?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. Okay. And how long did Anthony</p> <p>14 Rust serve in the flock department?</p> <p>15 <b>A. All of his life.</b></p> <p>16 Q. Okay. And his primary role was to</p> <p>17 look after the flock; is that correct?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. All right. And as I understand it</p> <p>20 today Rose Acre has approximately 24 million</p> <p>21 laying hens; is that correct?</p> <p>22 <b>A. Not quite that many.</b></p>	<p style="text-align: right;">17</p> <p>1 <b>A. Repeat the question.</b></p> <p>2 Q. Would it be true that Rose Acre</p> <p>3 would be either the second or third largest</p> <p>4 shell egg producer since 2000?</p> <p>5 <b>A. Yes.</b></p> <p>6 Q. So when you're talking about</p> <p>7 looking after the flock we're talking about</p> <p>8 22 million or 23 million laying hens that are</p> <p>9 located in 15 or 16 different locations;</p> <p>10 correct?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. That responsibility fell to</p> <p>13 Anthony Rust for at least the last 10 years?</p> <p>14 <b>A. I said all of his life.</b></p> <p>15 Q. Okay. Certainly the last</p> <p>16 10 years?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. And has that responsibility</p> <p>19 changed in the past year or two?</p> <p>20 <b>A. November 2011.</b></p> <p>21 Q. All right. What happened then?</p> <p>22 <b>A. David Hurd was placed in charge of</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

6 (Pages 18 to 21)

<p style="text-align: right;">18</p> <p>1 <b>the flock department.</b></p> <p>2 Q. What's his name?</p> <p>3 <b>A. Hurd, H-U-R-D.</b></p> <p>4 Q. How old is Anthony?</p> <p>5 <b>A. A year older than me.</b></p> <p>6 Q. So what does that make him?</p> <p>7 <b>A. He was born Flag Day of '55. I</b></p> <p>8 <b>don't know what that is, age-wise.</b></p> <p>9 Q. So 50 years is 2005?</p> <p>10 <b>A. 58.</b></p> <p>11 Q. 58, and you're 57?</p> <p>12 <b>A. Something like that.</b></p> <p>13 Q. Okay. And what responsibility did</p> <p>14 Anthony Rust take in November 2011, after being</p> <p>15 replaced by David Hurd?</p> <p>16 <b>A. He's flock consultant.</b></p> <p>17 Q. And what are the differences in</p> <p>18 his responsibilities now?</p> <p>19 <b>A. He has no direct management role</b></p> <p>20 <b>in the flock, only consults.</b></p> <p>21 Q. Why was he replaced?</p> <p>22 <b>A. We had an FDA warning letter.</b></p>	<p style="text-align: right;">20</p> <p>1 is that correct?</p> <p>2 <b>A. Correct.</b></p> <p>3 Q. As a result of the FDA warning</p> <p>4 letter; correct?</p> <p>5 <b>A. Correct.</b></p> <p>6 Q. What was it about the FDA warning</p> <p>7 letter that led you to believe it was necessary</p> <p>8 that he should be replaced as the flock manager?</p> <p>9 <b>A. For legal reasons, we removed any</b></p> <p>10 <b>family shareholder members from any direct</b></p> <p>11 <b>management of any operations.</b></p> <p>12 MR. BARNES: At this point,</p> <p>13 Mr. Rust, I'm going to advise you that any</p> <p>14 advice you received or the company received from</p> <p>15 legal counsel is privileged information, and I'm</p> <p>16 sure Mr. Stueve does not want you to disclose</p> <p>17 that and certainly we don't want you to disclose</p> <p>18 that. So if your answer is based upon advice</p> <p>19 you received from legal counsel, you cannot</p> <p>20 disclose that advice. Do you understand?</p> <p>21 THE WITNESS: Yes.</p> <p>22 MR. BARNES: Thank you.</p>
<p style="text-align: right;">19</p> <p>1 Q. What did the FDA warning letter</p> <p>2 pertain to?</p> <p>3 <b>A. Improper rodent control in the</b></p> <p>4 <b>flock department.</b></p> <p>5 Q. Did that FDA warning letter apply</p> <p>6 to all of the Rose Acre facilities?</p> <p>7 <b>A. No. Only one.</b></p> <p>8 Q. Which one?</p> <p>9 <b>A. White County Egg Farm.</b></p> <p>10 Q. Where is that located?</p> <p>11 <b>A. White County, Indiana.</b></p> <p>12 Q. Is that the first warning letter</p> <p>13 that Rose Acre ever received from the FDA?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. Why was he fired as a result of</p> <p>16 the FDA warning letter?</p> <p>17 MR. BARNES: Objection. Object to</p> <p>18 the form. Assumes he was fired.</p> <p>19 THE WITNESS: He wasn't fired.</p> <p>20 BY MR. STUEVE:</p> <p>21 Q. Let me rephrase my question. You</p> <p>22 indicated he was replaced as the flock manager;</p>	<p style="text-align: right;">21</p> <p>1 BY MR. STUEVE:</p> <p>2 Q. Was there anyone else replaced</p> <p>3 after the FDA warning letter after Anthony rust,</p> <p>4 your brother?</p> <p>5 <b>A. Repeat the question.</b></p> <p>6 Q. Was there anyone else who was</p> <p>7 replaced besides Anthony Rust -- I'm sorry, let</p> <p>8 me finish my question.</p> <p>9 Was there anyone else who was</p> <p>10 replaced other than Anthony Rust after the FDA</p> <p>11 warning letter?</p> <p>12 <b>A. Repeat your question.</b></p> <p>13 Q. You testified after receiving the</p> <p>14 FDA warning letter, Anthony Rust was replaced as</p> <p>15 the flock manager with David Hurd; is that</p> <p>16 correct?</p> <p>17 <b>A. Correct.</b></p> <p>18 Q. Was there anyone else whose</p> <p>19 position changed or their responsibilities were</p> <p>20 changed after receipt of the FDA warning letter?</p> <p>21 <b>A. There may have been. I'm not</b></p> <p>22 <b>sure.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

7 (Pages 22 to 25)

<p style="text-align: right;">22</p> <p>1 Q. Did your responsibilities change</p> <p>2 at all after the FDA warning letter?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. What were they? What changes?</p> <p>5 <b>A. Repeat your question.</b></p> <p>6 Q. What changes were made after the</p> <p>7 FDA warning letter to Rose Acre?</p> <p>8 MR. BARNES: I thought you asked</p> <p>9 his position.</p> <p>10 MR. STUEVE: Yes.</p> <p>11 THE WITNESS: Repeat the question</p> <p>12 again.</p> <p>13 BY MR. STUEVE:</p> <p>14 Q. I appreciate you making sure that</p> <p>15 you understand my question. I will try to be</p> <p>16 more specific.</p> <p>17 What changes were made to your</p> <p>18 responsibilities after the receipt of the FDA</p> <p>19 warning letter?</p> <p>20 <b>A. That is when I become CEO.</b></p> <p>21 Q. What responsibilities did you take</p> <p>22 on that you did not otherwise have before that?</p>	<p style="text-align: right;">24</p> <p>1 management team prior to you becoming CEO?</p> <p>2 <b>A. Repeat your question.</b></p> <p>3 Q. So prior to you becoming CEO, who</p> <p>4 made up the executive management team?</p> <p>5 <b>A. The only real change was my</b></p> <p>6 <b>brother, removing my brother as head of the</b></p> <p>7 <b>flock department was on the only real major</b></p> <p>8 <b>change.</b></p> <p>9 Q. That would have removed him from</p> <p>10 the executive management team?</p> <p>11 <b>A. He was put in as a consultant</b></p> <p>12 <b>only, no direct contact management with telling</b></p> <p>13 <b>managers what to do.</b></p> <p>14 Q. Okay. So who else then makes up</p> <p>15 the executive management team?</p> <p>16 <b>A. Tony Wesner is chief operating</b></p> <p>17 <b>officer.</b></p> <p>18 Q. I'm sorry, how do you spell his</p> <p>19 last name?</p> <p>20 <b>A. Wesner, W-e-s-n-e-r.</b></p> <p>21 Q. Okay. I'm sorry, what's his</p> <p>22 responsibility?</p>
<p style="text-align: right;">23</p> <p>1 <b>A. I became the acting chief</b></p> <p>2 <b>executive officer of the corporation.</b></p> <p>3 Q. Prior to that time, your mom as</p> <p>4 the president was the chief executive, if you</p> <p>5 will?</p> <p>6 <b>A. Correct.</b></p> <p>7 Q. All right. And as the chief</p> <p>8 executive, what are your responsibilities?</p> <p>9 <b>A. Everything about running -- hiring</b></p> <p>10 <b>the people that operate the management of the</b></p> <p>11 <b>farm.</b></p> <p>12 Q. If you could be more specific?</p> <p>13 <b>A. I chose the executive management</b></p> <p>14 <b>team to run the farm.</b></p> <p>15 Q. When did you do that?</p> <p>16 <b>A. 2011 sometime.</b></p> <p>17 Q. Would this have been after --</p> <p>18 <b>A. After the warning letter.</b></p> <p>19 Q. Okay. Was there an executive</p> <p>20 management team before then?</p> <p>21 <b>A. It was slightly different.</b></p> <p>22 Q. Okay. What was the executive</p>	<p style="text-align: right;">25</p> <p>1 <b>A. He's chief operating officer.</b></p> <p>2 Q. All right. Who else?</p> <p>3 <b>A. He has under him David Hurd.</b></p> <p>4 Q. Okay.</p> <p>5 <b>A. Jeff Cutler, C-u-t-l-e-r, and</b></p> <p>6 <b>Victor Rigterink.</b></p> <p>7 Q. How do you spell his last name?</p> <p>8 <b>A. R-I-G-T-E-R-I-N-K. He's</b></p> <p>9 <b>semiretired.</b></p> <p>10 Q. And are those three gentlemen also</p> <p>11 part of the executive management team?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. All right. Who else is on the</p> <p>14 executive management team?</p> <p>15 <b>A. Greg Hinton, H-I-N-T-O-N.</b></p> <p>16 Q. What's his position?</p> <p>17 <b>A. He is sales manager.</b></p> <p>18 <b>Vice-president of sales.</b></p> <p>19 Q. All right. Who else is on the</p> <p>20 executive management team?</p> <p>21 <b>A. David Gibson.</b></p> <p>22 Q. What's his role?</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

8 (Pages 26 to 29)

<p style="text-align: right;">26</p> <p>1       <b>A. He runs operations in northern</b>  2       <b>Indiana. Ty Harweger.</b>  3       Q. Harweger?  4       <b>A. Harweger.</b>  5       Q. H-A-R-W-I-G-E-R?  6       <b>A. H-A-R-W-E-G-E-R. Ty, T-Y.</b>  7       Q. What's his title?  8       <b>A. He manages operations of the</b>  9       <b>southern Indiana region.</b>  10       Q. Okay.  11       <b>A. Mike Clayton. He manages Iowa,</b>  12       <b>part of Missouri operations.</b>  13       Q. Who else?  14       <b>A. John Brinn manages the southeast</b>  15       <b>operations, B-R-I-N-N.</b>  16       Q. Anyone else on the executive  17       management team?  18       <b>A. Greg Marshall and Mark</b>  19       <b>Whittington.</b>  20       Q. Is it Mark Whittington?  21       <b>A. Yes.</b>  22       Q. Anyone else?</p>	<p style="text-align: right;">28</p> <p>1       <b>A. Yeah.</b>  2       Q. Is he a relative?  3       <b>A. No.</b>  4       Q. Did the three people you  5       identified directly underneath him, Jeff Cutler?  6       <b>A. He runs further process.</b>  7       Q. I'm sorry?  8       <b>A. Further processing.</b>  9       Q. What is that?  10       <b>A. Egg breaking.</b>  11       Q. What about David Hurd?  12       <b>A. Flock.</b>  13       Q. All right. Victor Rigtterink?  14       <b>A. Grading.</b>  15       Q. I'm sorry?  16       <b>A. Grading.</b>  17       Q. What does he do specifically?  18       <b>A. He's in charge of all the grading</b>  19       <b>plants.</b>  20       Q. Okay. How long has Mr. Cutler  21       been with the company?  22       <b>A. 5 years maybe.</b></p>
<p style="text-align: right;">27</p> <p>1       <b>A. I think that's it.</b>  2       Q. Greg Marshall, what's his role?  3       <b>A. CFO.</b>  4       Q. Does he handle the financials for  5       the entire company?  6       <b>A. Yes.</b>  7       Q. And then Mark Whittington?  8       <b>A. Mark is kind of the risk manager.</b>  9       Q. What does he do as risk manager?  10       <b>A. He does the -- he does the grain</b>  11       <b>merchandising risk strategies. He does the</b>  12       <b>corporate liability issues. He does the I think</b>  13       <b>the HR office, just various responsibilities.</b>  14       Q. Who does he report to?  15       <b>A. Tony Wesner. All those people</b>  16       <b>report to Tony.</b>  17       Q. Okay.  18       <b>A. Tony reports to me.</b>  19       Q. How long has Tony Wesner been with  20       the company?  21       <b>A. About 30 years.</b>  22       Q. 30 years?</p>	<p style="text-align: right;">29</p> <p>1       Q. What about David Hurd?  2       <b>A. 25 years maybe.</b>  3       Q. What about Victor?  4       <b>A. 25, 30 years, two different</b>  5       <b>stints.</b>  6       Q. How about Greg Hinton?  7       <b>A. 30 years.</b>  8       Q. All right. David Gibson?  9       <b>A. 25 years, plus or minus.</b>  10       Q. Ty Harweger?  11       <b>A. 10 years plus or minus.</b>  12       Q. And Mike Clayton?  13       <b>A. 20 years, plus or minus.</b>  14       Q. John Brinn?  15       <b>A. 10 years, plus or minus.</b>  16       Q. Greg Marshall?  17       <b>A. 15 years -- 20 years, plus or</b>  18       <b>minus.</b>  19       Q. Mark Whittington?  20       <b>A. 20 years, plus or minus.</b>  21       Q. Now, what role does Ruth Ann  22       Hendrix have with the company?</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

9 (Pages 30 to 33)

<p style="text-align: right;">30</p> <p>1 <b>A. Family. She's one of the owners.</b></p> <p>2 Q. She's an owner. Does she have any</p> <p>3 other role?</p> <p>4 <b>A. No.</b></p> <p>5 Q. Is she on the Board?</p> <p>6 <b>A. Yes. No, she's not. She resigned</b></p> <p>7 <b>from the Board.</b></p> <p>8 Q. When did she resign?</p> <p>9 <b>A. 2011.</b></p> <p>10 Q. Why did she resign from the Board?</p> <p>11 <b>A. Because the management structure</b></p> <p>12 <b>changed.</b></p> <p>13 Q. She was opposed to you being the</p> <p>14 CEO?</p> <p>15 <b>A. I believe so.</b></p> <p>16 Q. What other changes was she opposed</p> <p>17 to?</p> <p>18 <b>A. I don't recall.</b></p> <p>19 Q. Prior to that time, she was on the</p> <p>20 Board?</p> <p>21 <b>A. Yes.</b></p> <p>22 Q. Where are the headquarters of Rose</p>	<p style="text-align: right;">32</p> <p>1 <b>A. Repeat your question.</b></p> <p>2 Q. I'm asking you with respect to the</p> <p>3 executive management committee, who is not</p> <p>4 located at the headquarters in Seymour?</p> <p>5 <b>A. What are you referring to as the</b></p> <p>6 <b>headquarters, the office?</b></p> <p>7 Q. Do you have a principal office</p> <p>8 where you are -- where the management resides?</p> <p>9 <b>A. Yes and no.</b></p> <p>10 Q. Okay. Where are your offices, not</p> <p>11 your -- not your various facilities but your</p> <p>12 offices where management is located? Are there</p> <p>13 a number of offices?</p> <p>14 <b>A. There would be a number.</b></p> <p>15 Q. Let's -- why don't we just go</p> <p>16 through, I'll go through in the order you gave</p> <p>17 me. Tony Wesner, where is he located?</p> <p>18 <b>A. Main office.</b></p> <p>19 Q. Which would be Seymour?</p> <p>20 <b>A. Seymour.</b></p> <p>21 Q. All right. What about Victor</p> <p>22 Rigerink?</p>
<p style="text-align: right;">31</p> <p>1 Acre?</p> <p>2 <b>A. Seymour, Indiana.</b></p> <p>3 Q. Are all the members of the</p> <p>4 executive committee, are they headquartered</p> <p>5 there?</p> <p>6 <b>A. No.</b></p> <p>7 Q. Which ones are not?</p> <p>8 <b>A. Dave Hurd.</b></p> <p>9 Q. Where is Dave Hurd located?</p> <p>10 <b>A. Northern Indiana. He has an</b></p> <p>11 <b>office next to mine.</b></p> <p>12 Q. Okay. In northern Indiana?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. And where in northern Indiana?</p> <p>15 <b>A. Rensselaer.</b></p> <p>16 Q. Can you spell that for me?</p> <p>17 <b>A. R-E-N-S-S-E-L-A-E-R, I think.</b></p> <p>18 Q. Okay.</p> <p>19 <b>A. I get is screwed up all the time.</b></p> <p>20 Q. Okay. Who else is not in Seymour?</p> <p>21 <b>A. John Brinn.</b></p> <p>22 Q. Of the executive?</p>	<p style="text-align: right;">33</p> <p>1 <b>A. Semiretired. He maintains a home</b></p> <p>2 <b>office in his house. He has no desk and no</b></p> <p>3 <b>office.</b></p> <p>4 Q. Okay. Where's his house?</p> <p>5 <b>A. Florida.</b></p> <p>6 Q. Okay.</p> <p>7 <b>A. Or Michigan.</b></p> <p>8 Q. Does he attend meetings?</p> <p>9 <b>A. He's halfway between Michigan and</b></p> <p>10 <b>halfway between Florida.</b></p> <p>11 Q. What about David Hurd?</p> <p>12 <b>A. Rensselaer, Indiana.</b></p> <p>13 Q. Is that another office location?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. What about Jeff Cutler?</p> <p>16 <b>A. I'm not sure where his office is.</b></p> <p>17 <b>It may be at the main office, it may be at Cort</b></p> <p>18 <b>Acres. I'm not sure. That's our main breaking</b></p> <p>19 <b>plant. The reason I'm not sure is he was at the</b></p> <p>20 <b>one then he was at the other. I'm not sure</b></p> <p>21 <b>where he's at today.</b></p> <p>22 Q. Okay. Are there two breaking</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

10 (Pages 34 to 37)

<p style="text-align: right;">34</p> <p>1 facilities?</p> <p>2 <b>A. Three.</b></p> <p>3 Q. Where are those located?</p> <p>4 <b>A. Guthrie Center, Iowa, Winnimac,</b></p> <p>5 <b>Indiana -- maybe call that Francisville,</b></p> <p>6 <b>Indiana, and then Seymour, Indiana.</b></p> <p>7 Q. Okay. What about Greg Hinton?</p> <p>8 <b>A. Main office.</b></p> <p>9 Q. David Gibson.</p> <p>10 <b>A. I'm not sure where his office</b></p> <p>11 <b>would be. He works in northern Indiana at</b></p> <p>12 <b>various locations there.</b></p> <p>13 Q. How many locations do you have in</p> <p>14 northern Indiana?</p> <p>15 <b>A. Under his responsibility, there's</b></p> <p>16 <b>five.</b></p> <p>17 Q. What are those?</p> <p>18 <b>A. Donovan, Newton County, White</b></p> <p>19 <b>County, Pulaski County, and County Line.</b></p> <p>20 Q. What was the last one?</p> <p>21 <b>A. County Line.</b></p> <p>22 Q. And are those -- what type of</p>	<p style="text-align: right;">36</p> <p>1 Clayton?</p> <p>2 <b>A. He's in Iowa.</b></p> <p>3 Q. Where in Iowa?</p> <p>4 <b>A. I think his office is at Guthrie</b></p> <p>5 <b>Center.</b></p> <p>6 Q. How many facilities does he</p> <p>7 oversee?</p> <p>8 <b>A. He oversees Johnson County,</b></p> <p>9 <b>Missouri, Winterset, Iowa, Stuart, Iowa and the</b></p> <p>10 <b>Guthrie Center farm, and the Marshall, Missouri</b></p> <p>11 <b>egg drying plant.</b></p> <p>12 Q. Are Guthrie Center, Johnson</p> <p>13 County, Missouri and is it Winterset, Iowa?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. Are those all egg laying?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. What about John Brinn?</p> <p>18 <b>A. John Brinn runs the North Carolina</b></p> <p>19 <b>facility at Pantego.</b></p> <p>20 Q. How do you spell that?</p> <p>21 <b>A. P-A-N-T-E-G-O.</b></p> <p>22 Q. Okay.</p>
<p style="text-align: right;">35</p> <p>1 facilities are they?</p> <p>2 <b>A. Egg laying.</b></p> <p>3 Q. Egg laying. Okay. What about Ty</p> <p>4 Harweger?</p> <p>5 <b>A. He has Jen Acres, Cort Acres.</b></p> <p>6 Q. Is that like in court?</p> <p>7 <b>A. No. It should have been.</b></p> <p>8 Q. Is it cord?</p> <p>9 <b>A. C-O-R-T.</b></p> <p>10 Q. Okay. Cort Acres. All right?</p> <p>11 <b>A. Germantown in Lincoln County.</b></p> <p>12 Q. Are those also all egg laying?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. Okay.</p> <p>15 <b>A. And Jen Acre Plus.</b></p> <p>16 Q. So six?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. Okay. Does he just rotate among</p> <p>19 those locations?</p> <p>20 <b>A. I think he has an office at the</b></p> <p>21 <b>Cort Acre facility.</b></p> <p>22 Q. Okay. And then what about Mike</p>	<p style="text-align: right;">37</p> <p>1 <b>A. And the -- I think it's a Madison,</b></p> <p>2 <b>Georgia address. We call it the Okonie egg</b></p> <p>3 <b>farm.</b></p> <p>4 Q. How do you spell that?</p> <p>5 <b>A. Okonie egg farm.</b></p> <p>6 Q. Are we talking about two</p> <p>7 facilities?</p> <p>8 <b>A. Three.</b></p> <p>9 Q. Three? North Carolina facility?</p> <p>10 <b>A. Right.</b></p> <p>11 Q. Where is Pantego?</p> <p>12 <b>A. North Carolina.</b></p> <p>13 Q. So are there two there?</p> <p>14 <b>A. No. Just one.</b></p> <p>15 Q. So Pantego, then Madison, Georgia</p> <p>16 which you call it the Okonie?</p> <p>17 <b>A. Yeah.</b></p> <p>18 Q. What other facility?</p> <p>19 <b>A. Cannon, Georgia.</b></p> <p>20 Q. Okay. Are those all three egg</p> <p>21 laying?</p> <p>22 <b>A. Yes.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

11 (Pages 38 to 41)

<p style="text-align: right;">38</p> <p>1 Q. Okay. Where is his office 2 located? 3 <b>A. North Carolina.</b> 4 Q. What about Greg Marshall? 5 <b>A. Main office.</b> 6 Q. Okay. What about Mark 7 Whittington? 8 <b>A. Main office.</b> 9 Q. What about you? 10 <b>A. Northern Indiana.</b> 11 Q. Okay. And where in northern 12 Indiana? 13 <b>A. The Rensselaer office.</b> 14 Q. Does your sister have any 15 management responsibilities? 16 <b>A. No family member has any</b> 17 <b>management responsibility.</b> 18 Q. Well, you do. 19 <b>A. Yes.</b> 20 Q. Besides you? 21 <b>A. No.</b> 22 Q. Is that correct? So other than</p>	<p style="text-align: right;">40</p> <p>1 <b>A. Telephone.</b> 2 Q. How about e-mail? 3 <b>A. Or e-mail. Either one.</b> 4 Q. Do you communicate on a daily 5 basis? 6 <b>A. Most days.</b> 7 Q. Now, when your mother was the 8 president, who was the chief operating officer? 9 <b>A. Everyone run their departments.</b> 10 <b>It was set up differently then.</b> 11 Q. Okay. So tell me how it was set 12 up under your mother when she was the president? 13 <b>A. My brother run the flock</b> 14 <b>department.</b> 15 Q. So Anthony ran the flock 16 department? 17 <b>A. The laying flocks.</b> 18 Q. All right. 19 <b>A. Dave Hurd ran the pullet rearing</b> 20 <b>capacity or pullet flocks.</b> 21 Q. Okay. 22 <b>A. Victor run egg grading. Jeff run</b></p>
<p style="text-align: right;">39</p> <p>1 you, no family? 2 <b>A. I have a brother Robert who does</b> 3 <b>manage our IT department.</b> 4 Q. Okay. 5 <b>A. I did forget that. He's a</b> 6 <b>computer geek.</b> 7 Q. Where is he located? 8 <b>A. Seymour.</b> 9 Q. Main office? 10 <b>A. Yes.</b> 11 Q. And so as far as though management 12 responsibilities as far as overseeing employees 13 and managing the operations day to day, other 14 than you, there's no Rust family member 15 involved? 16 <b>A. I manage one person, Tony Wesner.</b> 17 Q. Okay. And he manages everything 18 else? 19 <b>A. He manages everything else.</b> 20 Q. But you're in different offices? 21 <b>A. Right.</b> 22 Q. So how do you communicate?</p>	<p style="text-align: right;">41</p> <p>1 <b>egg processing -- further processing.</b> 2 Q. Okay. All right. I'm sorry. I 3 have Anthony was laying flock, David Hurd pullet 4 flocks. Who did the further processing? 5 <b>A. Jeff Cutler.</b> 6 Q. Okay. What did Victor run then? 7 <b>A. Victor was running egg grading or</b> 8 <b>that process, egg processing. We have further</b> 9 <b>processing and egg processing. We call it the</b> 10 <b>same thing at different times.</b> 11 Q. What is egg grading? 12 <b>A. Where you grade the eggs into</b> 13 <b>various sizes, wash and grade.</b> 14 Q. Wash and grade? 15 <b>A. Yes.</b> 16 Q. Victor had responsibility for 17 that? 18 <b>A. Yes.</b> 19 Q. Then Jeff Cutler had -- when you 20 say further egg processing, is that where you're 21 breaking the eggs into a liquid? 22 <b>A. Yes.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

12 (Pages 42 to 45)

<p style="text-align: right;">42</p> <p>1 Q. And he had that responsibility</p> <p>2 under your mother; is that correct?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. And then how else did the</p> <p>5 management divide up under your mom?</p> <p>6 <b>A. How do you mean?</b></p> <p>7 Q. So who else had management</p> <p>8 responsibility?</p> <p>9 <b>A. Who are you referring to?</b></p> <p>10 Q. Well, so what role did you have</p> <p>11 under your mom?</p> <p>12 <b>A. I was always the one that picked</b></p> <p>13 <b>out what we did and where we did it.</b></p> <p>14 Q. Your responsibility was for</p> <p>15 acquisitions, expansion?</p> <p>16 <b>A. Acquisition, new construction.</b></p> <p>17 <b>Whatever.</b></p> <p>18 Q. Okay. Any other responsibility</p> <p>19 under your mom?</p> <p>20 <b>A. How do you mean?</b></p> <p>21 Q. Did you have any other</p> <p>22 responsibilities other than acquisition and new</p>	<p style="text-align: right;">44</p> <p>1 <b>chickens.</b></p> <p>2 Q. So he served in a quasi chief</p> <p>3 operating role even under your mom?</p> <p>4 <b>A. He had no day to day of the flock.</b></p> <p>5 <b>It was -- he ran his department which was</b></p> <p>6 <b>transportation, environmental. It kind of</b></p> <p>7 <b>limited -- my brother ran what took place in the</b></p> <p>8 <b>chicken houses, the laying hen houses.</b></p> <p>9 Q. You're talking about Anthony?</p> <p>10 <b>A. Anthony, yeah.</b></p> <p>11 Q. Now, how long was that management</p> <p>12 structure in place that you just identified with</p> <p>13 your mom? Would it have gone back to 2000 --</p> <p>14 <b>A. Probably the last 20 years. Plus</b></p> <p>15 <b>or minus. People have changed in there a few</b></p> <p>16 <b>times.</b></p> <p>17 Q. So is it fair to say this was a</p> <p>18 major shake up then in 2011?</p> <p>19 <b>A. Yes -- well, not really. We</b></p> <p>20 <b>just -- we just changed responsibilities.</b></p> <p>21 Q. Well, it was a significant enough</p> <p>22 change that your sister resigned from the Board;</p>
<p style="text-align: right;">43</p> <p>1 construction?</p> <p>2 <b>A. I did what I wanted.</b></p> <p>3 Q. Well, what else did you do?</p> <p>4 <b>A. Everything about running an egg</b></p> <p>5 <b>farm. Master of none and general of all.</b></p> <p>6 Q. Did anyone report to you at that</p> <p>7 time?</p> <p>8 <b>A. Various people.</b></p> <p>9 Q. Who?</p> <p>10 <b>A. Tony, Dave, Victor. Jeff. Anyone</b></p> <p>11 <b>in management would report one way or another to</b></p> <p>12 <b>me.</b></p> <p>13 Q. What was Tony Wesner's</p> <p>14 responsibility when your mom was president?</p> <p>15 <b>A. He was in charge of all</b></p> <p>16 <b>transportation and environmental and logistics.</b></p> <p>17 Q. When you mean logistics, you're</p> <p>18 talking about delivering the shell egg product</p> <p>19 or the processed egg product to wherever it</p> <p>20 needs to go?</p> <p>21 <b>A. He was in charge of logistics of</b></p> <p>22 <b>the eggs, egg products, the poop, and the</b></p>	<p style="text-align: right;">45</p> <p>1 fair enough?</p> <p>2 <b>A. She may have resigned before that.</b></p> <p>3 <b>I don't recall the exact time. We had</b></p> <p>4 <b>several -- I don't remember what they were. She</b></p> <p>5 <b>up and stormed out of one of the meetings and I</b></p> <p>6 <b>don't even remember what it was about.</b></p> <p>7 Q. Any other members of the Board</p> <p>8 resign in 2011?</p> <p>9 <b>A. No.</b></p> <p>10 Q. Who are the members of the Board?</p> <p>11 <b>A. It would be -- today?</b></p> <p>12 Q. Yes.</p> <p>13 <b>A. It would be myself, James,</b></p> <p>14 <b>Anthony, John, Karen, Robert, Skye, S-K-Y-E,</b></p> <p>15 <b>Hendrix.</b></p> <p>16 Q. Is that the same as Ky Hendrix?</p> <p>17 <b>A. That would be -- yes.</b></p> <p>18 Q. KY?</p> <p>19 <b>A. KY's daughter. Skye.</b></p> <p>20 Q. Skye. Okay.</p> <p>21 MR. BARNES: Not KY.</p> <p>22 BY MR. STUEVE:</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

13 (Pages 46 to 49)

<p style="text-align: right;">46</p> <p>1 Q. So KY's daughter. Got it.</p> <p>2 A. <b>Elias Hendrix and Mariah Hendrix.</b></p> <p>3 Q. Any others?</p> <p>4 A. <b>Tony Wesner, David Hurd, Victor</b></p> <p>5 <b>Rigterink.</b></p> <p>6 Q. Any others?</p> <p>7 A. <b>And my mother.</b></p> <p>8 Q. Lois Rust?</p> <p>9 A. <b>Yes. She's chairman. I think</b></p> <p>10 <b>that's it.</b></p> <p>11 Q. All right. So we've got Marcus</p> <p>12 Rust, which is you?</p> <p>13 A. <b>Uh-huh.</b></p> <p>14 Q. Then we've got -- is it James</p> <p>15 Rust?</p> <p>16 A. <b>Yes.</b></p> <p>17 Q. Who is James Rust?</p> <p>18 A. <b>My brother.</b></p> <p>19 Q. And does he have any role other</p> <p>20 than Board of Directors?</p> <p>21 A. <b>He runs our south American farm.</b></p> <p>22 Q. Where is that located?</p>	<p style="text-align: right;">48</p> <p>1 <b>mother and myself a copy of.</b></p> <p>2 Q. What is the farm report again?</p> <p>3 A. <b>Just general operating report of</b></p> <p>4 <b>the farm.</b></p> <p>5 Q. Does he tour all the locations?</p> <p>6 A. <b>Yeah.</b></p> <p>7 Q. How long has he been doing that?</p> <p>8 A. <b>I don't recall. Quite a while.</b></p> <p>9 Q. At least 10 years?</p> <p>10 A. <b>I don't recall exactly when he</b></p> <p>11 <b>started.</b></p> <p>12 Q. So for several years?</p> <p>13 A. <b>Yeah.</b></p> <p>14 Q. All right. And how frequently</p> <p>15 will he prepare the report?</p> <p>16 A. <b>I think they are quarterly.</b></p> <p>17 Q. Okay.</p> <p>18 A. <b>Maybe biannual.</b></p> <p>19 Q. What would he report on?</p> <p>20 A. <b>Just general condition of the</b></p> <p>21 <b>farm.</b></p> <p>22 Q. Did he have a form for his report</p>
<p style="text-align: right;">47</p> <p>1 A. <b>Paraguay and Brazil.</b></p> <p>2 Q. Does he live there?</p> <p>3 A. <b>Yes.</b></p> <p>4 Q. Okay. How long has that been the</p> <p>5 case?</p> <p>6 A. <b>25 years.</b></p> <p>7 Q. Is that an egg laying facility?</p> <p>8 A. <b>No.</b></p> <p>9 Q. What is it?</p> <p>10 A. <b>It's a farm, farming operation.</b></p> <p>11 Q. What kind of farming operation?</p> <p>12 A. <b>Row crop and cattle.</b></p> <p>13 Q. Okay. What about -- there was</p> <p>14 another Rust there, started with a K?</p> <p>15 A. <b>Karen.</b></p> <p>16 Q. What about John?</p> <p>17 A. <b>He's my brother.</b></p> <p>18 Q. All right. What role does he have</p> <p>19 with the company?</p> <p>20 A. <b>He does farm reports. He goes</b></p> <p>21 <b>through and does a family photograph of the</b></p> <p>22 <b>farms, just type up the report that he gives my</b></p>	<p style="text-align: right;">49</p> <p>1 that he fills out?</p> <p>2 A. <b>No.</b></p> <p>3 Q. How many pages would it be?</p> <p>4 A. <b>Five, ten, maybe.</b></p> <p>5 Q. Who would get those besides you</p> <p>6 and your mom?</p> <p>7 A. <b>I'm not sure.</b></p> <p>8 Q. Is he continuing to prepare those</p> <p>9 for you and your mom?</p> <p>10 A. <b>Yes.</b></p> <p>11 Q. How old is your brother, John?</p> <p>12 A. <b>Forty something.</b></p> <p>13 Q. A younger brother?</p> <p>14 A. <b>Yeah. He's the second youngest.</b></p> <p>15 <b>I'm not sure what year he was born.</b></p> <p>16 Q. Does he have any other</p> <p>17 responsibility other than preparing these</p> <p>18 reports about the various facilities?</p> <p>19 A. <b>He does the egg carton design</b></p> <p>20 <b>work.</b></p> <p>21 Q. How long has he done that?</p> <p>22 A. <b>20 years.</b></p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

14 (Pages 50 to 53)

<p style="text-align: right;">50</p> <p>1 Q. Okay. Any other responsibilities?</p> <p>2 A. <b>He signs the checks, opens the</b></p> <p>3 <b>mail.</b></p> <p>4 Q. So he has check writing authority?</p> <p>5 A. <b>He has check signing authority.</b></p> <p>6 Q. Check signing authority?</p> <p>7 A. <b>Yes.</b></p> <p>8 Q. Does he still do?</p> <p>9 A. <b>Yes.</b></p> <p>10 Q. What other responsibilities?</p> <p>11 A. <b>I think that's about it.</b></p> <p>12 Q. What is his title?</p> <p>13 A. <b>I'm not sure. Family member.</b></p> <p>14 Q. Is he a full-time employee?</p> <p>15 A. <b>Yeah. He's director.</b></p> <p>16 Q. Is that his title, director?</p> <p>17 A. <b>Yeah.</b></p> <p>18 Q. It sounds like his principal</p> <p>19 responsibility is to tour the various facilities</p> <p>20 and prepare the reports for you and your mom?</p> <p>21 A. <b>Yeah. He lived in New York for</b></p> <p>22 <b>many years.</b></p>	<p style="text-align: right;">52</p> <p>1 A. <b>Yes.</b></p> <p>2 Q. Is she a full-time employee?</p> <p>3 A. <b>Yes.</b></p> <p>4 Q. Has that been true for the last</p> <p>5 10, 15 years?</p> <p>6 A. <b>Yes.</b></p> <p>7 Q. How old is she?</p> <p>8 A. <b>I'm not good on birthday cards.</b></p> <p>9 <b>46 -- '8 maybe.</b></p> <p>10 Q. What's her title?</p> <p>11 A. <b>She may be 50. Just director.</b></p> <p>12 Q. What about Robert Rust?</p> <p>13 A. <b>He's IT.</b></p> <p>14 Q. Any other responsibility?</p> <p>15 A. <b>No -- director.</b></p> <p>16 Q. Now, you didn't -- I don't think</p> <p>17 you mentioned Anthony. Is he a Board of</p> <p>18 Director?</p> <p>19 A. <b>Yes.</b></p> <p>20 Q. Okay. And he's a flock consultant</p> <p>21 now?</p> <p>22 A. <b>Yes.</b></p>
<p style="text-align: right;">51</p> <p>1 Q. How often does he visit the</p> <p>2 various facilities during the year?</p> <p>3 A. <b>I'm not sure exactly how many</b></p> <p>4 <b>times.</b></p> <p>5 Q. Frequently?</p> <p>6 A. <b>I would say a couple times a year</b></p> <p>7 <b>at least.</b></p> <p>8 Q. Okay. How about Karen Rust, she's</p> <p>9 your sister?</p> <p>10 A. <b>Yes.</b></p> <p>11 Q. She's on the Board of Directors;</p> <p>12 is that right?</p> <p>13 A. <b>Correct.</b></p> <p>14 Q. Does she have any other</p> <p>15 responsibilities?</p> <p>16 A. <b>She would look over purchase</b></p> <p>17 <b>orders daily, or she did for a while. I'm not</b></p> <p>18 <b>sure -- there's a time period she hasn't. When</b></p> <p>19 <b>John wasn't there, she would open mail and she</b></p> <p>20 <b>would sign checks.</b></p> <p>21 Q. Does she have check signing</p> <p>22 authority?</p>	<p style="text-align: right;">53</p> <p>1 Q. Where is he located?</p> <p>2 A. <b>Seymour.</b></p> <p>3 Q. Is he a full-time employee?</p> <p>4 A. <b>Yes.</b></p> <p>5 Q. And as a flock consultant, does he</p> <p>6 report to anyone?</p> <p>7 A. <b>To Dave Hurd or Tony Wesner.</b></p> <p>8 Q. And what does he do as a flock</p> <p>9 consultant?</p> <p>10 A. <b>He looks at the records weekly.</b></p> <p>11 Q. What records?</p> <p>12 A. <b>Production records.</b></p> <p>13 Q. Okay. What does he do with them?</p> <p>14 A. <b>He gives a list of his suggestions</b></p> <p>15 <b>of what they should be looking at or not looking</b></p> <p>16 <b>at. That's what he's supposed to do.</b></p> <p>17 Q. Who does he communicate those to?</p> <p>18 A. <b>David or Tony.</b></p> <p>19 Q. Does he do that in writing?</p> <p>20 A. <b>I have no idea.</b></p> <p>21 Q. Any other responsibilities?</p> <p>22 A. <b>No.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

15 (Pages 54 to 57)

<p style="text-align: right;">54</p> <p>1 Q. What about Elias Hendrix, is that</p> <p>2 another sibling?</p> <p>3 <b>A. That is -- he is KY's son.</b></p> <p>4 Q. Okay. And is he an employee of</p> <p>5 Rose Acre?</p> <p>6 <b>A. No.</b></p> <p>7 Q. Does he have any responsibility</p> <p>8 with respect to Rose Acre?</p> <p>9 <b>A. Director.</b></p> <p>10 Q. Other than director? Other than</p> <p>11 director, does he have any other responsibility?</p> <p>12 <b>A. No.</b></p> <p>13 Q. Okay. What does he do?</p> <p>14 <b>A. He is a general farm manager for</b></p> <p>15 <b>Carol Family Farms in Bahia, Brazil.</b></p> <p>16 Q. What about Mariah Hendrix?</p> <p>17 <b>A. Mariah just graduated. She's a</b></p> <p>18 <b>director.</b></p> <p>19 Q. Is she a grandchild of Lois Rust?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. Whose child?</p> <p>22 <b>A. KY's.</b></p>	<p style="text-align: right;">56</p> <p>1 <b>A. Jeff Cutler and Mike Clayton, I</b></p> <p>2 <b>believe are the two Advisory Board members.</b></p> <p>3 Q. Okay. So there is no one outside</p> <p>4 Rose Acre or the Rust family either on the Board</p> <p>5 of Directors or Advisory Board; is that correct?</p> <p>6 <b>A. Correct.</b></p> <p>7 Q. Are there any other committees</p> <p>8 that provide input to the management of Rose</p> <p>9 Acre or Boards other than the main Board and the</p> <p>10 Advisory Board?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. What are those?</p> <p>13 <b>A. We have a long-term planning</b></p> <p>14 <b>committee.</b></p> <p>15 Q. Okay.</p> <p>16 <b>A. A finance committee.</b></p> <p>17 Q. Okay.</p> <p>18 <b>A. And a compensation committee.</b></p> <p>19 Q. Okay.</p> <p>20 <b>A. And they report to the board.</b></p> <p>21 Q. Who is on the long-term planning</p> <p>22 committee?</p>
<p style="text-align: right;">55</p> <p>1 Q. Okay. And is she just a director?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. Is she an employee of Rose Acre?</p> <p>4 <b>A. No.</b></p> <p>5 Q. What does she do?</p> <p>6 <b>A. What does she do?</b></p> <p>7 Q. Yeah.</p> <p>8 <b>A. I'm not sure 100 percent. She</b></p> <p>9 <b>works someplace. She studied in college like</b></p> <p>10 <b>the hotel type business, hospitality business.</b></p> <p>11 <b>I assume she's out working at a hotel someplace.</b></p> <p>12 Q. Do you have any outside director,</p> <p>13 anyone other than a family member or someone who</p> <p>14 works for Rose Acre on the Board?</p> <p>15 <b>A. Not on the official Board.</b></p> <p>16 Q. Do you have an Advisory Board?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. All right. And who is on the</p> <p>19 Advisory Board?</p> <p>20 <b>A. It would be -- outside Rose Acre,</b></p> <p>21 <b>no one.</b></p> <p>22 Q. Okay.</p>	<p style="text-align: right;">57</p> <p>1 <b>A. Myself, Greg Hinton, Tony Wesner,</b></p> <p>2 <b>my sister, Karen, and Ty Harweger.</b></p> <p>3 Q. How long has that committee been</p> <p>4 in place?</p> <p>5 <b>A. 4 or 5 years maybe.</b></p> <p>6 Q. Was there a strategic plan prior</p> <p>7 to 4 or 5 years ago?</p> <p>8 <b>A. Me.</b></p> <p>9 Q. You made up the strategic planning</p> <p>10 committee before that?</p> <p>11 <b>A. Yeah.</b></p> <p>12 Q. Did you have a document that you</p> <p>13 would generate that outlined for everyone at</p> <p>14 Rose Acre what the strategic plan was?</p> <p>15 <b>A. No.</b></p> <p>16 Q. Does Rose Acre today have a</p> <p>17 written strategic plan?</p> <p>18 <b>A. Not really. We turn in something</b></p> <p>19 <b>to the Board, you know, the minutes of our</b></p> <p>20 <b>meetings, but --</b></p> <p>21 Q. Okay.</p> <p>22 <b>A. There's no blueprint per se.</b></p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

16 (Pages 58 to 61)

<p style="text-align: right;">58</p> <p>1 Q. How often does the strategic 2 planning committee meet?</p> <p>3 <b>A. Monthly, sometimes bimonthly.</b></p> <p>4 Q. Who takes the minutes?</p> <p>5 <b>A. Ty Harweger.</b></p> <p>6 Q. And then those are submitted to 7 the Board?</p> <p>8 <b>A. Yes. They're submitted to the 9 executive management committee.</b></p> <p>10 Q. And how long does the executive 11 management -- or excuse me, how frequently does 12 the executive management committee meet?</p> <p>13 <b>A. Monthly.</b></p> <p>14 Q. How long has that been true, for 15 the pass decade?</p> <p>16 <b>A. Probably.</b></p> <p>17 Q. And are there minutes of those 18 meetings?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. All right. Who takes those?</p> <p>21 <b>A. Kim Alman.</b></p> <p>22 Q. Who is Kim Alman?</p>	<p style="text-align: right;">60</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. Who takes those?</p> <p>3 <b>A. Corporate secretary.</b></p> <p>4 Q. Who is that?</p> <p>5 <b>A. It was my sister, Ruth Ann, up 6 until she resigned, and then now it's Linda 7 Starr.</b></p> <p>8 Q. How do you spell her last name?</p> <p>9 <b>A. S-T-A-R-R.</b></p> <p>10 Q. Okay. Is she an employee of Rose 11 Acre?</p> <p>12 <b>A. She's a secretary of the 13 corporation, I think.</b></p> <p>14 Q. What is her responsibility?</p> <p>15 <b>A. She takes -- keeps the corporate 16 books.</b></p> <p>17 Q. Is that her full-time job?</p> <p>18 <b>A. No. She -- she does all of the 19 property real estate tax work. I think she runs 20 the HR or the Fidelity 401(k) program.</b></p> <p>21 Q. Okay. Is she a member of the 22 Board?</p>
<p style="text-align: right;">59</p> <p>1 <b>A. She is a -- works in the office, 2 office manager.</b></p> <p>3 Q. Of the main office?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. How long has she taken minutes of 6 the executive management meetings?</p> <p>7 <b>A. I'm not sure.</b></p> <p>8 Q. Several years?</p> <p>9 <b>A. Probably.</b></p> <p>10 Q. All right. Who did it before her?</p> <p>11 <b>A. I don't recollect.</b></p> <p>12 Q. Okay. And then does the executive 13 management committee then provide minutes to the 14 main Board of their meetings?</p> <p>15 <b>A. I'm not sure if they do or don't. 16 No idea.</b></p> <p>17 Q. How often does the Board meet?</p> <p>18 <b>A. The family Board?</b></p> <p>19 Q. Yeah. The main Board?</p> <p>20 <b>A. Quarterly.</b></p> <p>21 Q. Okay. Are there minutes of those 22 meetings?</p>	<p style="text-align: right;">61</p> <p>1 <b>A. No.</b></p> <p>2 Q. So you said she's secretary of the 3 corporation?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. Who are the officers of the 6 corporation?</p> <p>7 <b>A. My mother is chairman of the 8 Board. I am CEO. Tony Wesner is the chief 9 operating officer. And Dave Hurd, Jeff, all 10 those guys are vice presidents of their 11 departments.</b></p> <p>12 Q. Okay. When you say all those 13 guys, we're talking about Victor Rigterink, 14 David Hurd and Jeff Cutler?</p> <p>15 <b>A. Correct.</b></p> <p>16 Q. Any other VPs?</p> <p>17 <b>A. Greg Hinton. He's vice-president 18 of sales.</b></p> <p>19 Q. Okay. Any other VPs?</p> <p>20 <b>A. I think Mark Whittington might 21 have that in his title, too, vice-president of 22 risk management maybe.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

17 (Pages 62 to 65)

<p style="text-align: right;">62</p> <p>1 Q. Okay.</p> <p>2 <b>A. He may be director of risk</b></p> <p>3 <b>management. I'm not a title person.</b></p> <p>4 Q. Okay. Any other officers? You</p> <p>5 mentioned Linda Starr is the secretary?</p> <p>6 <b>A. Yeah. I'm pretty sure she's</b></p> <p>7 <b>secretary of the corporation.</b></p> <p>8 Q. So you have the chairman of the</p> <p>9 Board, the CEO, the chief operating officer, the</p> <p>10 various VPs you identified and the secretary.</p> <p>11 Are there any other officers that you know of?</p> <p>12 <b>A. I could have missed a couple, but</b></p> <p>13 <b>I don't think so.</b></p> <p>14 Q. Okay. With respect to the</p> <p>15 ownership, how does the ownership break up at</p> <p>16 Rose Acre?</p> <p>17 <b>A. Each family segment owns</b></p> <p>18 <b>one-seventh of the common stock and my mother</b></p> <p>19 <b>owns so many shares of preferred stock.</b></p> <p>20 Q. Your mom is the sole preferred</p> <p>21 stockholder?</p> <p>22 <b>A. She is the preferred stock</b></p>	<p style="text-align: right;">64</p> <p>1 <b>know.</b></p> <p>2 Q. When did they leave?</p> <p>3 <b>A. Which time?</b></p> <p>4 Q. When's the last time you've seen</p> <p>5 them?</p> <p>6 <b>A. Around Thanksgiving. Ruth Ann at</b></p> <p>7 <b>Christmas.</b></p> <p>8 Q. Do you know when they're supposed</p> <p>9 to be back?</p> <p>10 <b>A. A couple years. Supposedly</b></p> <p>11 <b>they're going to sale around the world.</b></p> <p>12 Q. Can you tell me -- so safe to say</p> <p>13 with respect to your job history, it's always</p> <p>14 been with Rose Acre?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. You've not been employed by any</p> <p>17 other company?</p> <p>18 <b>A. No.</b></p> <p>19 Q. What is your educational</p> <p>20 background?</p> <p>21 <b>A. High school.</b></p> <p>22 Q. Where at?</p>
<p style="text-align: right;">63</p> <p>1 <b>shareholder only, and owns no common stock.</b></p> <p>2 Q. When you say one-seventh, how does</p> <p>3 that break out?</p> <p>4 <b>A. One-seventh.</b></p> <p>5 Q. Name the family groups you're</p> <p>6 referring to that has one-seventh?</p> <p>7 <b>A. Each of the family siblings.</b></p> <p>8 Q. So if you could for me, you?</p> <p>9 <b>A. Myself.</b></p> <p>10 Q. Ruth Ann?</p> <p>11 <b>A. Ruth Ann. Karen, John, Robert,</b></p> <p>12 <b>Anthony, and James.</b></p> <p>13 Q. When did KY stop working for Rose</p> <p>14 Acre?</p> <p>15 <b>A. 6 months, a year ago, maybe.</b></p> <p>16 Q. And why did he leave?</p> <p>17 <b>A. He retired to go sailing a boat</b></p> <p>18 <b>around the world.</b></p> <p>19 Q. Is he with your sister?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. Where are they?</p> <p>22 <b>A. Bermuda Triangle, as far as I</b></p>	<p style="text-align: right;">65</p> <p>1 <b>A. 1 year at Seymour High School,</b></p> <p>2 <b>3 years Jennings County. I graduated from</b></p> <p>3 <b>Jennings County.</b></p> <p>4 <b>(Rust Exhibit Number 517 was</b></p> <p>5 <b>marked for identification.)</b></p> <p>6 BY MR. STUEVE:</p> <p>7 Q. I'll show you what's been marked</p> <p>8 as Exhibit 517.</p> <p>9 <b>A. Okay.</b></p> <p>10 Q. Can you confirm for me, sir, that</p> <p>11 this is the corporate notice that was served on</p> <p>12 Rose Acre that you've been identified to testify</p> <p>13 about certain topics that are listed?</p> <p>14 <b>A. That's what it appears to be.</b></p> <p>15 Q. Okay. And when is the first time</p> <p>16 that you learned that you were going to be</p> <p>17 identified as a corporate rep to testify on</p> <p>18 behalf of Rose Acre?</p> <p>19 <b>A. I don't recall exactly when it</b></p> <p>20 <b>was.</b></p> <p>21 Q. Okay. When -- did you do -- did</p> <p>22 you prepare for this deposition?</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

18 (Pages 66 to 69)

<p style="text-align: right;">66</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. When did you do that?</p> <p>3 <b>A. Yesterday.</b></p> <p>4 Q. All right. And how long did you</p> <p>5 prepare for this deposition yesterday?</p> <p>6 <b>A. Multiple hours.</b></p> <p>7 Q. Who did you meet with to prepare</p> <p>8 yesterday?</p> <p>9 <b>A. I met with counsel.</b></p> <p>10 Q. Can you identify those for the</p> <p>11 record, please, your counsel who you met with</p> <p>12 yesterday?</p> <p>13 <b>A. Don and John.</b></p> <p>14 Q. Anyone else?</p> <p>15 <b>A. No.</b></p> <p>16 Q. Was that in their Washington, D.C.</p> <p>17 offices here?</p> <p>18 <b>A. I forgot. It was a week ago, I</b></p> <p>19 <b>met John in their Ohio office.</b></p> <p>20 Q. Any other preparation other than</p> <p>21 yesterday and a week ago?</p> <p>22 <b>A. No.</b></p>	<p style="text-align: right;">68</p> <p>1 ask him --</p> <p>2 THE WITNESS: Be specific. Could</p> <p>3 you be more specific in what you want?</p> <p>4 BY MR. STUEVE:</p> <p>5 Q. Do you understand whether or not</p> <p>6 you've been identified to testify on behalf of</p> <p>7 the corporation with respect to topic 1?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. What about number 2?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. What about number 3?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. What about number 4?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. What about number 5?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. What about number 6?</p> <p>18 MR. BARNES: Hold on. Hold on. I</p> <p>19 think we want to correct the record. I don't</p> <p>20 think we've designated anybody, Mr. Stueve, to</p> <p>21 be accurate. Mr. Monica, who has been handling</p> <p>22 the 30(b)(6) has been -- I don't think he's been</p>
<p style="text-align: right;">67</p> <p>1 Q. All right. And yesterday, did you</p> <p>2 meet with anyone other than counsel for Rose</p> <p>3 Acre?</p> <p>4 <b>A. No.</b></p> <p>5 Q. Did you -- did you review any</p> <p>6 documents?</p> <p>7 <b>A. Yes. They showed me some</b></p> <p>8 <b>documents.</b></p> <p>9 Q. Okay. Do you recall what</p> <p>10 documents you reviewed?</p> <p>11 <b>A. Not particularly.</b></p> <p>12 Q. Did you review Exhibit 517, and go</p> <p>13 over the topics that you had been designated</p> <p>14 for?</p> <p>15 <b>A. I think so.</b></p> <p>16 Q. Okay. Do you know what topics</p> <p>17 you've been designated for?</p> <p>18 <b>A. Several.</b></p> <p>19 Q. Why don't you go through here and</p> <p>20 identify for me which topics you believe you've</p> <p>21 been identified to testify about?</p> <p>22 MR. BARNES: Why don't you just</p>	<p style="text-align: right;">69</p> <p>1 designated for items 4 and 5.</p> <p>2 MR. MONICA: He has not. Someone</p> <p>3 else has been. I understand what you're trying</p> <p>4 to do, counsel. You are totally entitled to do</p> <p>5 that. He's not going to remember which of your</p> <p>6 hundred and whatever -- including subparts,</p> <p>7 there's 104.</p> <p>8 MR. STUEVE: There are 34 topics.</p> <p>9 I'm entitled to ask him what he understands.</p> <p>10 MR. MONICA: I just want to make</p> <p>11 clear, though, we had designated him -- last</p> <p>12 night, we sent another e-mail confirming what we</p> <p>13 designated him on. That's the best thing to</p> <p>14 look at.</p> <p>15 THE WITNESS: I would have to look</p> <p>16 at a list of which ones I've been designated and</p> <p>17 not designated for. I'm been asked about all of</p> <p>18 them, and I just don't know which ones I'm</p> <p>19 designated for or not designated for. I don't</p> <p>20 remember that.</p> <p>21 BY MR. STUEVE:</p> <p>22 Q. And that's why I'm just trying to</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

19 (Pages 70 to 73)

<p style="text-align: right;">70</p> <p>1 get at --</p> <p>2 <b>A. I don't remember that.</b></p> <p>3 Q. So sitting here today, you don't</p> <p>4 remember which ones you've been designated?</p> <p>5 <b>A. Not specifically. Ask me a</b></p> <p>6 <b>question on the ones I'm designated for, and I</b></p> <p>7 <b>should be able to answer.</b></p> <p>8 Q. Okay, let me -- with respect to</p> <p>9 number 7, do you know if you've been designated</p> <p>10 as the corporate rep?</p> <p>11 <b>A. I'm not sure.</b></p> <p>12 Q. What about number 8?</p> <p>13 MR. BARNES: Again, John -- have</p> <p>14 we designated him for these? I don't want the</p> <p>15 witness to be confused, Mr. Stueve.</p> <p>16 MR. STUEVE: I'm not trying to</p> <p>17 confuse the witness. I'm trying to figure out</p> <p>18 which ones he understands he's designated. I</p> <p>19 understand -- then we will go into more</p> <p>20 specifics -- no.</p> <p>21 MR. MONICA: I'm talking to him.</p> <p>22 MR. STUEVE: I don't want you to</p>	<p style="text-align: right;">72</p> <p>1 number 9?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. Would that be true with respect to</p> <p>4 number 10?</p> <p>5 <b>A. What was the question?</b></p> <p>6 Q. Whether or not you've been</p> <p>7 designated on behalf of the company?</p> <p>8 <b>A. I would have to see the list.</b></p> <p>9 Q. You don't know sitting here today</p> <p>10 on your own?</p> <p>11 <b>A. I don't remember what I was told I</b></p> <p>12 <b>was designated and not designated.</b></p> <p>13 MR. BARNES: I'm going to object</p> <p>14 to this line of questioning. The best evidence</p> <p>15 of what the witness had been designated for is</p> <p>16 contained in the communication that counsel sent</p> <p>17 to you.</p> <p>18 BY MR. STUEVE:</p> <p>19 Q. With respect to number 11, do you</p> <p>20 know, sitting here today --</p> <p>21 <b>A. I would have to see a list of what</b></p> <p>22 <b>I was designated to testify to.</b></p>
<p style="text-align: right;">71</p> <p>1 put anything in front of the witness.</p> <p>2 MR. MONICA: I haven't.</p> <p>3 MR. BARNES: We haven't.</p> <p>4 MR. MONICA: We haven't proposed</p> <p>5 to.</p> <p>6 MR. BARNES: Okay.</p> <p>7 BY MR. STUEVE:</p> <p>8 Q. If you would, if you could answer</p> <p>9 my question. Do you know whether or not you've</p> <p>10 been designated to provide testimony with</p> <p>11 respect to topic 8?</p> <p>12 <b>A. Topic 8? Repeat your question.</b></p> <p>13 Q. Do you know if you've been</p> <p>14 designated on behalf of the company to testify</p> <p>15 with respect to topic 8?</p> <p>16 <b>A. I would have to see the list of</b></p> <p>17 <b>what I've been designated to.</b></p> <p>18 Q. Without looking at the list, you</p> <p>19 don't know one way or the other, is that fair to</p> <p>20 say?</p> <p>21 <b>A. Fair to say.</b></p> <p>22 Q. Would that be true with respect to</p>	<p style="text-align: right;">73</p> <p>1 Q. If you would, if you would look at</p> <p>2 topic number 11, do you know if sitting here</p> <p>3 today, whether or not you've been designated on</p> <p>4 behalf of Rose Acre to testify about number 11?</p> <p>5 <b>A. I do not know which one I was</b></p> <p>6 <b>designated for without seeing the list again.</b></p> <p>7 Q. Would that be true for the topics</p> <p>8 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23,</p> <p>9 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, and 34?</p> <p>10 MR. BARNES: Object to the form of</p> <p>11 the question. There are 144 subparts. He has</p> <p>12 been designated on a number of the topics that</p> <p>13 you just ran through, Mr. Stueve. I don't know</p> <p>14 what the point of this is. If you ask him to</p> <p>15 testify on a subject for which he has been</p> <p>16 designated, he will testify as a corporate</p> <p>17 representative on that subject.</p> <p>18 BY MR. STUEVE:</p> <p>19 Q. If you could read back -- my</p> <p>20 question is, with respect to the remaining</p> <p>21 topics that I just identified, is it fair to say</p> <p>22 that sitting here today, you don't know for sure</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

20 (Pages 74 to 77)

<p style="text-align: right;">74</p> <p>1 whether you've been designated to testify on 2 behalf of the corporation?</p> <p>3 <b>A. I have been designated to go over</b> 4 <b>a bunch of subjects that are in here. Unless</b> 5 <b>you ask me a question about the specific</b> 6 <b>subject, I don't know exactly which ones you're</b> 7 <b>referring to.</b></p> <p>8 Q. Okay. That's what I was doing. 9 So I asked you -- that's what I was trying to 10 do. Sitting here today --</p> <p>11 <b>A. Ask me a simple question, I'll</b> 12 <b>give you a simple answer.</b></p> <p>13 Q. Okay. With respect to number 12, 14 do you know whether or not you've been 15 designated to testify on behalf of the company?</p> <p>16 <b>A. They assigned me a list of stuff</b> 17 <b>to designate. I would have to see the list of</b> 18 <b>what I was assigned. I do not remember exactly</b> 19 <b>verbatim all 140, which ones specifically I was</b> 20 <b>asked to testify to or not to. I have more</b> 21 <b>general knowledge of the company than any other</b> 22 <b>person that you can get here.</b></p>	<p style="text-align: right;">76</p> <p>1 (The record was read as 2 requested.)</p> <p>3 BY MR. STUEVE:</p> <p>4 Q. Do you remember the question?</p> <p>5 <b>A. I can't remember that question</b> 6 <b>that long.</b></p> <p>7 MR. STUEVE: Just read back my 8 question then, so he knows what it is. 9 (The record was read as 10 requested.)</p> <p>11 MR. BARNES: Same objection.</p> <p>12 THE WITNESS: I don't remember 13 what is listed between those numbers. I need a 14 list of what I'm designated to and not 15 designated to.</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. Now, as I understand your 18 testimony, though, you believe with respect to 19 the topics that you looked at, that you're the 20 most knowledgeable person that you're aware of 21 at the company to answer them; is that correct?</p> <p>22 <b>A. Of the ones I've been designated</b></p>
<p style="text-align: right;">75</p> <p>1 Q. Okay.</p> <p>2 <b>A. If you ask me a specific question,</b> 3 <b>I'll give you the best answer I know.</b></p> <p>4 Q. Is it fair to say with respect to 5 the remaining topics, 13 through 34, you're not 6 sure one way or another whether you've been 7 designated to testify on behalf of the company?</p> <p>8 <b>A. I don't recollect which ones.</b></p> <p>9 MR. BARNES: Object to the form of 10 the question. Rather than asking him about 144 11 subjects contained in your list, go through each 12 one as you have been. Ask him about if he 13 recalls being designated about 15 or 16. Let 14 him look at it. Let him see what he recollects 15 and let him testify.</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. If you would, I just want to make 18 sure the record is clear, because you spoke over 19 the question -- if you could read back the 20 question and ask him to answer it.</p> <p>21 MR. BARNES: Don't forget my 22 objection.</p>	<p style="text-align: right;">77</p> <p>1 <b>to answer.</b></p> <p>2 Q. Now, when you said -- as far as 3 your preparation, did you do anything specific 4 for any particular topic that you were 5 designated for as far as preparation, other than 6 meet with counsel yesterday and then last week?</p> <p>7 <b>A. No. They showed me documents.</b></p> <p>8 Q. Okay. Did you attempt to talk to 9 anyone at the company in preparation for any of 10 the topics that you've been designated for?</p> <p>11 <b>A. No.</b></p> <p>12 Q. And this meeting last week in -- 13 was that in Ohio; is that right?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. And who was at that meeting?</p> <p>16 <b>A. Counsel, John.</b></p> <p>17 Q. Mr. Monica?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. Anyone else?</p> <p>20 <b>A. There was a gal there. I don't</b> 21 <b>remember her name.</b></p> <p>22 Q. Did you understand she was</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

21 (Pages 78 to 81)

<p style="text-align: right;">78</p> <p>1 affiliated with Mr. Monica, his law firm?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. All right. Anyone else?</p> <p>4 <b>A. Joe Miller.</b></p> <p>5 Q. Your in-house counsel?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. All right. Anyone else?</p> <p>8 <b>A. I don't recollect any.</b></p> <p>9 Q. How long have you -- how long has</p> <p>10 Rose Acre had a lawyer in-house?</p> <p>11 <b>A. 20 years maybe.</b></p> <p>12 Q. And has it been Mr. Miller?</p> <p>13 <b>A. I'm not sure how long Joe's been</b></p> <p>14 <b>there, but with him, we have another, Lauren</b></p> <p>15 <b>Rieder.</b></p> <p>16 Q. And how long have you had two</p> <p>17 lawyers in-house at Rose Acre?</p> <p>18 <b>A. I think Lauren has been around</b></p> <p>19 <b>20 years.</b></p> <p>20 Q. What about Mr. Miller?</p> <p>21 <b>A. 10 years, maybe.</b></p> <p>22 Q. With respect to topic number 1, I</p>	<p style="text-align: right;">80</p> <p>1 testify on behalf of the company with respect to</p> <p>2 topic 3?</p> <p>3 <b>A. If you say I have been identified</b></p> <p>4 <b>for number 3, I've been identified for number 3.</b></p> <p>5 Q. We've been talking about the</p> <p>6 corporate structure under topic number 1 as far</p> <p>7 as the employees. It is also my understanding</p> <p>8 that you have been designated, if you could turn</p> <p>9 to 517 again to topics 16. Do you see that?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. Topics 17?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. And topic 19. It's my</p> <p>14 understanding you've been designated to testify</p> <p>15 on behalf of the company with respect to those</p> <p>16 topics?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. Okay. So I'm going to focus on</p> <p>19 those topics right now, and get a little bit</p> <p>20 more history with respect to Rose Acre; all</p> <p>21 right?</p> <p>22 MR. BARNES: Pat, excuse me, I</p>
<p style="text-align: right;">79</p> <p>1 believe from communications with counsel that</p> <p>2 you've been designated to testify on behalf of</p> <p>3 the company. Is that -- does that sound</p> <p>4 consistent with your recollection?</p> <p>5 MR. BARNES: Objection. Asked and</p> <p>6 answered, but go ahead and answer it again,</p> <p>7 Mr. Rust.</p> <p>8 THE WITNESS: This is one I'm</p> <p>9 designated to answer? Yes.</p> <p>10 BY MR. STUEVE:</p> <p>11 Q. And then also with respect to</p> <p>12 number 2, based on communications with us, is it</p> <p>13 our understanding you have been designated to</p> <p>14 testify with respect to topic 2 on behalf of the</p> <p>15 company. Is that consistent with your</p> <p>16 recollection?</p> <p>17 <b>A. That's my recollection.</b></p> <p>18 Q. All right. And then with respect</p> <p>19 to number 3, have you also been identified based</p> <p>20 on -- let me ask it this way. Based on</p> <p>21 communications from your counsel, it's our</p> <p>22 understanding you have been identified to</p>	<p style="text-align: right;">81</p> <p>1 don't want to interrupt your exam. Can we take</p> <p>2 a break soon?</p> <p>3 MR. STUEVE: Let's take a break</p> <p>4 now.</p> <p>5 THE VIDEOGRAPHER: This is end of</p> <p>6 videotape number 1. Off the record at</p> <p>7 10:41 a.m.</p> <p>8 (A brief recess was taken.)</p> <p>9 THE VIDEOGRAPHER: This is the</p> <p>10 beginning of tape number 2. Back on the record</p> <p>11 at 10:55 a.m.</p> <p>12 BY MR. STUEVE:</p> <p>13 Q. Let me show you what's been marked</p> <p>14 as Exhibit 529?</p> <p>15 MR. BARNES: The last one was 517.</p> <p>16 Are we jumping around? 517 was the last one,</p> <p>17 Pat.</p> <p>18 MR. STUEVE: Why don't you hand</p> <p>19 that back to me. We want to go in order.</p> <p>20 MR. BARNES: 518.</p> <p>21 (Rust Exhibit Number 518 was</p> <p>22 marked for identification.)</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

22 (Pages 82 to 85)

<p style="text-align: right;">82</p> <p>1 BY MR. STUEVE:</p> <p>2 Q. I'm going to show you what has</p> <p>3 been marked as Exhibit 518. And you'll note at</p> <p>4 the bottom of the page, it's RA that's for Rose</p> <p>5 Acre 33885 through 891; correct?</p> <p>6 A. Yes.</p> <p>7 Q. Did you review this document in</p> <p>8 preparation for your deposition yesterday?</p> <p>9 A. Could have. I saw lots of</p> <p>10 documents.</p> <p>11 Q. All right. Are you familiar with</p> <p>12 this document?</p> <p>13 A. Generally.</p> <p>14 Q. All right. Who would you give</p> <p>15 this document to?</p> <p>16 A. I -- someone that wants the</p> <p>17 history of the company, I guess.</p> <p>18 Q. All right. Who at Rose Acre would</p> <p>19 have been the one that would have been -- would</p> <p>20 have utilized this document?</p> <p>21 A. It could have been multiple people</p> <p>22 utilized this document.</p>	<p style="text-align: right;">84</p> <p>1 Q. Okay. Let me -- if you would, is</p> <p>2 the summary of Rose Acre's business milestones</p> <p>3 on the second page of this document which ends</p> <p>4 in Bates stamp 886, is that an accurate summary,</p> <p>5 sir?</p> <p>6 MR. BARNES: Are you just</p> <p>7 directing his attention to the business</p> <p>8 milestones; correct? At the top of the page.</p> <p>9 MR. STUEVE: Yes.</p> <p>10 THE WITNESS: It's a general</p> <p>11 summation of what's happened for the most part.</p> <p>12 BY MR. STUEVE:</p> <p>13 Q. If you could, do you believe</p> <p>14 that's an accurate summary?</p> <p>15 A. Fairly.</p> <p>16 Q. Anything in there that you believe</p> <p>17 is inaccurate?</p> <p>18 A. Well, let me sit here and read it</p> <p>19 real quick.</p> <p>20 The Okonie egg farm is inaccurate,</p> <p>21 1999. It was purchased and then it was added</p> <p>22 to.</p>
<p style="text-align: right;">83</p> <p>1 Q. Who would those people be?</p> <p>2 A. Someone in financial, sales,</p> <p>3 and/or customer service.</p> <p>4 Q. According to the meta tag</p> <p>5 information on this document, it was June 2005.</p> <p>6 Does that sound about right to you?</p> <p>7 A. What's a meta tag?</p> <p>8 Q. The dating of the document</p> <p>9 underlying the creation of the document? Why</p> <p>10 don't you turn to --</p> <p>11 A. There's no date on the first page.</p> <p>12 Q. Why don't you turn to the second</p> <p>13 page, if you would. If you look at the history</p> <p>14 and growth of Rose Acre as well as Rose Acre's</p> <p>15 business milestones, it goes up through 2005; is</p> <p>16 that correct?</p> <p>17 A. That's what the document says.</p> <p>18 Q. All right. Do you have any reason</p> <p>19 to doubt the document wasn't prepared sometime</p> <p>20 in June of 2005?</p> <p>21 A. I have no idea of the actual</p> <p>22 preparation date.</p>	<p style="text-align: right;">85</p> <p>1 Q. That's not in the above -- I'm</p> <p>2 looking specifically at Rose Acre's business</p> <p>3 milestones up at the top?</p> <p>4 MR. BARNES: He's directing your</p> <p>5 attention, Marcus, to the section, see Rose</p> <p>6 Acre's business milestones. Do you see that?</p> <p>7 THE WITNESS: I thought he was</p> <p>8 referring to this whole list.</p> <p>9 MR. BARNES: No. The bottom part</p> <p>10 says history and growth of Rose Acre. He's not</p> <p>11 there yet. He's directing your attention to the</p> <p>12 top portion.</p> <p>13 THE WITNESS: Re-ask your</p> <p>14 question.</p> <p>15 BY MR. STUEVE:</p> <p>16 Q. So if you look at the document,</p> <p>17 Rose Acre's business milestones, starting in</p> <p>18 1934, ending in 2005 and it says today?</p> <p>19 A. And 61 million eggs is the last</p> <p>20 part in 1934 is the first part, you're referring</p> <p>21 to?</p> <p>22 Q. Yes. Is that an accurate summary?</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

23 (Pages 86 to 89)

<p style="text-align: right;">86</p> <p>1 <b>A. Fairly accurate.</b></p> <p>2 Q. You say fairly. What I'm asking</p> <p>3 you is, is there anything in here that's</p> <p>4 inaccurate?</p> <p>5 <b>A. The soybean processing plant date</b></p> <p>6 <b>is inaccurate.</b></p> <p>7 Q. What date should that have been?</p> <p>8 <b>A. 1992.</b></p> <p>9 Q. Okay. Any other changes?</p> <p>10 <b>A. To the best of my recollection,</b></p> <p>11 <b>it's fairly accurate, the rest of it.</b></p> <p>12 Q. All right. No other changes?</p> <p>13 <b>A. No.</b></p> <p>14 Q. It says in 1970, that Rose Acre</p> <p>15 began vertical integration from hatchery to</p> <p>16 delivery. Do you see that?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. What is meant by that, vertical</p> <p>19 integration?</p> <p>20 <b>A. That meant we had from the ground</b></p> <p>21 <b>up, we had our own hatchery, our own breeding</b></p> <p>22 <b>flock. We had our own feed mills. We had our</b></p>	<p style="text-align: right;">88</p> <p>1 <b>transportation.</b></p> <p>2 Q. That would be part of a vertical</p> <p>3 integration; fair enough?</p> <p>4 <b>A. Back then. Today we transport</b></p> <p>5 <b>very few of our eggs.</b></p> <p>6 Q. Okay. And with respect to the</p> <p>7 feed mills, did you -- did you always have feed</p> <p>8 mills?</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. Okay. So the milestone of</p> <p>11 vertical integration from hatchery to deliveries</p> <p>12 is in 1970s; right?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. And then it says, in the '80s,</p> <p>15 Rose Acre delivers eggs nationally?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. What was meant by that?</p> <p>18 <b>A. We delivered eggs all over. There</b></p> <p>19 <b>wasn't any place we hadn't sold eggs to or from</b></p> <p>20 <b>in the US at one time or another.</b></p> <p>21 Q. And then in 1986, it says, Rose</p> <p>22 Acre begins egg processing. What is meant by</p>
<p style="text-align: right;">87</p> <p>1 <b>own pullet rearing, and we had our own delivery</b></p> <p>2 <b>trucks. We produced the hatching egg that we</b></p> <p>3 <b>hatched that we grew and we made the feed that</b></p> <p>4 <b>laid the egg for the egg that we delivered to</b></p> <p>5 <b>the store and we delivered. We done everything</b></p> <p>6 <b>from point A to point at the end of the</b></p> <p>7 <b>alphabet, whatever that would be.</b></p> <p>8 Q. Before Rose Acre was vertically</p> <p>9 integrated, what did they -- what --</p> <p>10 <b>A. We had to buy our chicks from the</b></p> <p>11 <b>outside from somebody else.</b></p> <p>12 Q. Okay. What else -- did you have</p> <p>13 the ability to clean, process, carton, and</p> <p>14 deliver?</p> <p>15 <b>A. We've always done that.</b></p> <p>16 Q. Okay.</p> <p>17 <b>A. My father started buying and</b></p> <p>18 <b>selling nest run eggs and then grading them and</b></p> <p>19 <b>selling them.</b></p> <p>20 Q. What about transportation? Did it</p> <p>21 always have its own transportation?</p> <p>22 <b>A. We always had our own</b></p>	<p style="text-align: right;">89</p> <p>1 that?</p> <p>2 <b>A. Breaking.</b></p> <p>3 Q. And if you would, if you could</p> <p>4 explain what you mean by the egg processing?</p> <p>5 <b>A. You take an egg and you break it.</b></p> <p>6 <b>You separate the egg white and yolk out from the</b></p> <p>7 <b>shell.</b></p> <p>8 Q. Okay. Does that take a facility</p> <p>9 of -- a production facility to do that?</p> <p>10 <b>A. It takes a -- it takes a USDA</b></p> <p>11 <b>regulated breaking facility to do that.</b></p> <p>12 Q. All right. When is the first</p> <p>13 breaking facility that Rose Acre -- did it build</p> <p>14 it or did it acquire it?</p> <p>15 <b>A. We built it about '86 or something</b></p> <p>16 <b>like that.</b></p> <p>17 Q. All right. And where was it</p> <p>18 located?</p> <p>19 <b>A. Pulaski County, Indiana.</b></p> <p>20 Q. And so where did the eggs that</p> <p>21 were broken, where did those come from?</p> <p>22 <b>A. Originally from that farm, then we</b></p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

24 (Pages 90 to 93)

<p style="text-align: right;">90</p> <p>1 <b>started hauling eggs from other farms there.</b></p> <p>2 Q. From other farms?</p> <p>3 <b>A. When people we sold to went out of</b></p> <p>4 <b>business in Chicago.</b></p> <p>5 Q. Okay.</p> <p>6 <b>A. We originally used it only to</b></p> <p>7 <b>break our eggs there. We didn't haul eggs from</b></p> <p>8 <b>other places.</b></p> <p>9 Q. When you started hauling eggs from</p> <p>10 other places, were those Rose Acre farms or</p> <p>11 other farms?</p> <p>12 <b>A. Rose Acre.</b></p> <p>13 Q. And so how big was this breaking</p> <p>14 facility that you built in 1986?</p> <p>15 <b>A. Relative to what?</b></p> <p>16 Q. Did it have a certain capacity?</p> <p>17 <b>A. It had one breaking machine.</b></p> <p>18 Q. Okay. Has it expanded since then?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. How many breaking machines are in</p> <p>21 it now?</p> <p>22 <b>A. Two.</b></p>	<p style="text-align: right;">92</p> <p>1 Q. Okay. Now, what -- so it takes</p> <p>2 the eggs from various Rose Acre farms, talking</p> <p>3 about the breaking facility. It breaks them.</p> <p>4 What does it do with the egg once it's broken?</p> <p>5 <b>A. How do you mean?</b></p> <p>6 Q. What do you do with the yolk</p> <p>7 and --</p> <p>8 <b>A. We put it in a tank.</b></p> <p>9 Q. Okay. What do you do with it?</p> <p>10 <b>A. Then you pasteurize it and then</b></p> <p>11 <b>you ship it to a customer.</b></p> <p>12 Q. How is it sold to customers?</p> <p>13 <b>A. In the tank.</b></p> <p>14 Q. What size of tank?</p> <p>15 <b>A. 48000-pound tank, 6,000 gallons.</b></p> <p>16 Q. Who are the customers who would</p> <p>17 purchase large quantities?</p> <p>18 <b>A. It varies. Multiple customers.</b></p> <p>19 <b>Kraft, ConAgra. I would have to go back and</b></p> <p>20 <b>look at the list. You know, it's a lot of</b></p> <p>21 <b>different customers we've sold to through the</b></p> <p>22 <b>years.</b></p>
<p style="text-align: right;">91</p> <p>1 Q. Okay. And approximately how many</p> <p>2 eggs does it break?</p> <p>3 <b>A. I would have to look at some</b></p> <p>4 <b>numbers to see. A lot.</b></p> <p>5 Q. Okay. Where would you find that</p> <p>6 information?</p> <p>7 <b>A. That would be in some of the</b></p> <p>8 <b>corporate records.</b></p> <p>9 Q. Which specific corporate records</p> <p>10 would you look to?</p> <p>11 <b>A. Something at the general office.</b></p> <p>12 <b>It would be probably the egg processing records,</b></p> <p>13 <b>weekly.</b></p> <p>14 Q. Okay. The weekly records?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. Does it -- in those weekly</p> <p>17 records, does it keep an annual total going?</p> <p>18 <b>A. I don't recollect.</b></p> <p>19 Q. Is there a document, though, that</p> <p>20 has a year end summary for an egg breaking</p> <p>21 facility?</p> <p>22 <b>A. I'm sure Jeff prepares one.</b></p>	<p style="text-align: right;">93</p> <p>1 Q. But these are about -- these</p> <p>2 customers then would take the processed egg and</p> <p>3 then package it and sell it; is that right?</p> <p>4 <b>A. No. They mostly use it as an</b></p> <p>5 <b>ingredient in another product.</b></p> <p>6 Q. All right. And with respect to</p> <p>7 processed eggs, how many facilities does Rose</p> <p>8 Acre currently have?</p> <p>9 <b>A. We have three egg breaking</b></p> <p>10 <b>facilities.</b></p> <p>11 Q. Okay. Where are those located?</p> <p>12 <b>A. They are Pulaski County, Guthrie</b></p> <p>13 <b>Center, Iowa.</b></p> <p>14 Q. Spell Pulaski.</p> <p>15 <b>A. P-u-l-a-s-k-i. It's named after a</b></p> <p>16 <b>Polish general who fought in the American</b></p> <p>17 <b>Revolution. Guthrie Center, Iowa.</b></p> <p>18 Q. Okay.</p> <p>19 <b>A. And Portland, Indiana.</b></p> <p>20 Q. Are they all three about the same</p> <p>21 size?</p> <p>22 <b>A. Pretty close.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

25 (Pages 94 to 97)

<p style="text-align: right;">94</p> <p>1 Q. And did you just pasteurize the</p> <p>2 egg product or did you also make powder or dry?</p> <p>3 <b>A. At those facilities, we dry</b></p> <p>4 <b>inedible egg at Pulaski. And we make salted</b></p> <p>5 <b>yolk, and liquid white, and pasteurized whole</b></p> <p>6 <b>egg, pasteurized salted yolk.</b></p> <p>7 Q. Would that be true of all three</p> <p>8 breaking facilities?</p> <p>9 <b>A. No. We do -- Pulaski is the only</b></p> <p>10 <b>place we do inedible egg.</b></p> <p>11 Q. Okay. What about the other two</p> <p>12 facilities, what do you do there?</p> <p>13 <b>A. We break egg. We separate egg,</b></p> <p>14 <b>we -- they package eggs into 30-pound containers</b></p> <p>15 <b>and/or 2-pound containers and they dry at the</b></p> <p>16 <b>Guthrie Center facility.</b></p> <p>17 Q. Okay. Now, your -- one of your</p> <p>18 principal competitors with respect to processed</p> <p>19 eggs, if you will, I'm talking about the</p> <p>20 processed egg products generated from your</p> <p>21 breaking facilities is Michael Foods; is that</p> <p>22 correct?</p>	<p style="text-align: right;">96</p> <p>1 were produced are used for the breaking</p> <p>2 facilities?</p> <p>3 MR. BARNES: Counsel, are we</p> <p>4 talking about 2005?</p> <p>5 MR. STUEVE: Yes.</p> <p>6 THE WITNESS: Are you talking for</p> <p>7 like for the year 2005?</p> <p>8 BY MR. STUEVE:</p> <p>9 Q. Yeah. Just --</p> <p>10 <b>A. That specific year?</b></p> <p>11 Q. That timeframe. What percentage?</p> <p>12 <b>A. It depends on the market. 10 to</b></p> <p>13 <b>25 percent.</b></p> <p>14 MR. MONICA: Am I misreading? It</p> <p>15 says 61 million or billion?</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. I thought you said 61 million. I</p> <p>18 believe it's 61 billion; is that correct?</p> <p>19 <b>A. I said I'm not sure what the</b></p> <p>20 <b>calculation is if it's correct or not correct.</b></p> <p>21 <b>I thought you said million.</b></p> <p>22 Q. No. I'm sorry. I didn't actually</p>
<p style="text-align: right;">95</p> <p>1 <b>A. Yes and no. They're a competitor,</b></p> <p>2 <b>yes.</b></p> <p>3 Q. Who are your other competitors</p> <p>4 with respect to processed eggs?</p> <p>5 <b>A. It would be Wabash Valley. It</b></p> <p>6 <b>would be Crystal Lake. It would Cargill.</b></p> <p>7 <b>Cargill really don't break. Rembrandt Foods.</b></p> <p>8 <b>Sparboe Foods. Seville Foods. There's a couple</b></p> <p>9 <b>other ones, smaller ones.</b></p> <p>10 Q. Now, with your breaking facilities</p> <p>11 of the -- in '05, there's a reference there to</p> <p>12 61 million eggs that were produced.</p> <p>13 <b>A. Repeat your question.</b></p> <p>14 Q. If you look at the bottom, the</p> <p>15 last sentence we're looking at the section under</p> <p>16 the business milestones. It says annual</p> <p>17 production of close to 61 million eggs; right?</p> <p>18 See that?</p> <p>19 <b>A. I assume that's a correct</b></p> <p>20 <b>multiplication. If that's what it says, that's</b></p> <p>21 <b>what it says.</b></p> <p>22 Q. What percentage of those eggs that</p>	<p style="text-align: right;">97</p> <p>1 look at the number of zeros?</p> <p>2 <b>A. I haven't checked the</b></p> <p>3 <b>multiplication. I'm not sure. It's billions,</b></p> <p>4 <b>yeah. That's what it says.</b></p> <p>5 Q. As the CEO of Rose Acre, how many</p> <p>6 eggs on an annual basis today does Rose Acre</p> <p>7 produce?</p> <p>8 <b>A. How many eggs we've produced in a</b></p> <p>9 <b>year's time, I've never counted. It's not -- if</b></p> <p>10 <b>that's what the number multiplies out to, yeah.</b></p> <p>11 Q. Would that surprise you that it is</p> <p>12 61 billion?</p> <p>13 <b>A. If the multiplication of the birds</b></p> <p>14 <b>and that -- that doesn't surprise me if that's</b></p> <p>15 <b>what it is.</b></p> <p>16 Q. Okay. Where would you look in the</p> <p>17 corporate records to determine how many eggs</p> <p>18 were produced on an annual basis?</p> <p>19 <b>A. On our annual sales sheet.</b></p> <p>20 Q. Okay. Now, if you would, it says</p> <p>21 in '04, Rose Acre builds hatchery 9 million</p> <p>22 chicks annually, additional feed mills and</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

26 (Pages 98 to 101)

<p style="text-align: right;">98</p> <p>1 expands the Cort Acre facility. Do you see 2 that?</p> <p>3 <b>A. Uh-huh.</b></p> <p>4 Q. So prior to '04, had you -- did 5 you have a hatchery?</p> <p>6 <b>A. Yes. We built a new hatchery.</b></p> <p>7 Q. With much greater capacity; is 8 that correct?</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. It says in '05, Rose Acre breaks 11 ground on a 4 million bird facility in North 12 Carolina; is that right?</p> <p>13 <b>A. That's what it says. Yes.</b></p> <p>14 Q. Is that consistent with your 15 recollection?</p> <p>16 <b>A. General date, yeah.</b></p> <p>17 Q. And now, have you built any new 18 facilities since 2005?</p> <p>19 <b>A. We've only expanded some.</b></p> <p>20 Q. Within the existing facilities?</p> <p>21 <b>A. Yes.</b></p> <p>22 Q. No acquisition of a new facility</p>	<p style="text-align: right;">100</p> <p>1 <b>A. Yeah.</b></p> <p>2 Q. What do you -- when you say 25 in 3 line support facilities, what do you mean by 4 that?</p> <p>5 <b>A. Well, you've got pullet farms and 6 part of your vertical integration, you've got a 7 breeder farm. You've got a pullet growing farm. 8 You would have -- we have multiple breeder 9 farms. We have multiple pullet farms. Then we 10 have some feed mills that are offsite, some that 11 are on site. We just have a lot of support 12 businesses for -- in a vertical integrated 13 business, they're all necessary for you, but 14 they're not at that farm.</b></p> <p>15 Q. Okay. Now, if you would, over on 16 3887, there is the -- there's a description of 17 the Rose Acre management team and this would 18 have been at a time at which your mother would 19 have been the president; is that correct?</p> <p>20 <b>A. Yeah. Mom's always been mom.</b></p> <p>21 Q. If you would just answer my 22 question. At this time, would she have been the</p>
<p style="text-align: right;">99</p> <p>1 or building a new facility; is that correct, 2 since '05?</p> <p>3 <b>A. Sometime in there we bought 4 Crystal Farms in Georgia. I'm sure of the exact 5 -- I don't remember the exact year.</b></p> <p>6 Q. It would have been after 2005?</p> <p>7 <b>A. That's my recollection.</b></p> <p>8 Q. That would have added 9 approximately 2.5 million laying hens; is that 10 right?</p> <p>11 <b>A. Something like that.</b></p> <p>12 Q. Any other acquisitions?</p> <p>13 <b>A. Not that I recollect.</b></p> <p>14 Q. All right. And then if you would, 15 if you look down at the history and growth of 16 Rose Acre, is that an accurate summary?</p> <p>17 <b>A. Represented pretty close, I would 18 guess.</b></p> <p>19 Q. All right. Now, there's a note 20 down there that says the growth excludes about 21 25 in line support facilities such as pullet 22 farms, hatchery, and feed mills?</p>	<p style="text-align: right;">101</p> <p>1 president of the company with this management 2 team?</p> <p>3 MR. BARNES: Can we have a time 4 period, so the record is clear?</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. 2005?</p> <p>7 <b>A. In 2005, yes, she would have been 8 president.</b></p> <p>9 Q. And does this description that's 10 under the title Rose Acre management team, would 11 that have been consistent in the 2005 timeframe?</p> <p>12 <b>A. Pretty close, yeah.</b></p> <p>13 Q. And then underneath major 14 competitors in food service industry, what are 15 you referring to when you refer to food service 16 industry?</p> <p>17 <b>A. That would be -- food service is 18 the distribution chain that feeds the restaurant 19 industry and the kitchen industry. 20 Institutional.</b></p> <p>21 Q. That food service industry would 22 have been your primary customer for your</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

27 (Pages 102 to 105)

<p style="text-align: right;">102</p> <p>1 processed eggs, correct, products?</p> <p>2 <b>A. We was never very successful in</b></p> <p>3 <b>food service.</b></p> <p>4 Q. But with respect to the food</p> <p>5 service industry, they would be buying your</p> <p>6 processed egg products; correct?</p> <p>7 <b>A. We tried to sell a lot there, but</b></p> <p>8 <b>we never did. Our main food service accounts</b></p> <p>9 <b>would be like Cracker Barrel and the balance</b></p> <p>10 <b>would be -- it's very little of our percentage</b></p> <p>11 <b>in food service. It would be more industrial</b></p> <p>12 <b>egg sales like Kraft, ConAgra products.</b></p> <p>13 Q. Is that true for most of the time</p> <p>14 you've had processed egg facilities?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. When you say industrial like</p> <p>17 ConAgra, can you tell us what ConAgra is?</p> <p>18 <b>A. ConAgra is a conglomerate of</b></p> <p>19 <b>multiple food businesses. And we may sell eggs</b></p> <p>20 <b>to several of their divisions, liquid eggs or</b></p> <p>21 <b>dried eggs. The same with Kraft. They're going</b></p> <p>22 <b>to have multiple divisions we supply eggs to.</b></p>	<p style="text-align: right;">104</p> <p>1 <b>ingredient sourcing for McDonald's on the</b></p> <p>2 <b>so-called farm sites.</b></p> <p>3 Q. Okay. Now, if you would, under</p> <p>4 major competitors in the food service industry,</p> <p>5 it says the largest competitor is Michael Foods</p> <p>6 on processed eggs, is that right?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. Now, if you would, on the next one</p> <p>9 down, it says, perceived competitive advantage</p> <p>10 of Rose Acre Farms. It says combinations of:</p> <p>11 Vertical integration. We operate our own</p> <p>12 hatchery, pullet farms, soybean crushing, and</p> <p>13 processing plant feed mills, state of the art</p> <p>14 grader equipment, our technical employees are</p> <p>15 some of the best in the industry. And so with</p> <p>16 respect to the vertical integration, is that</p> <p>17 where you're describing what you mean by that?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. If you go on down to -- under</p> <p>20 category number 2, you again reference vertical</p> <p>21 integration in this document. It says vertical</p> <p>22 integration helps save production costs,</p>
<p style="text-align: right;">103</p> <p>1 Q. Any other principal customers that</p> <p>2 purchased your processed egg products?</p> <p>3 <b>A. I would have to go through a list</b></p> <p>4 <b>of the accounts, but the main customers we had</b></p> <p>5 <b>was Kraft at that time, for industrial.</b></p> <p>6 Q. Was Cargill one of your customers?</p> <p>7 <b>A. We sold Sunny Fresh Kitchens or</b></p> <p>8 <b>Kitchen Solutions, they've got multiple names</b></p> <p>9 <b>they call it off and on. Not a -- no steady</b></p> <p>10 <b>relationship ever.</b></p> <p>11 Q. What's Cargill, if you could</p> <p>12 explain?</p> <p>13 <b>A. What is Cargill?</b></p> <p>14 Q. Yeah.</p> <p>15 <b>A. They're probably one of the</b></p> <p>16 <b>largest privately held companies in the world.</b></p> <p>17 Q. And why would they be purchasing</p> <p>18 processed eggs from you?</p> <p>19 <b>A. They supply -- they are the buying</b></p> <p>20 <b>arm for McDonald's restaurants.</b></p> <p>21 Q. Okay.</p> <p>22 <b>A. And they go out and do the</b></p>	<p style="text-align: right;">105</p> <p>1 breeding, labor, transportation, feeding, et</p> <p>2 cetera, which in turn allows us to provide great</p> <p>3 products at a better value to our customers.</p> <p>4 Did I read that correctly?</p> <p>5 <b>A. That's what it says, yes.</b></p> <p>6 Q. Is that one of the advantages of</p> <p>7 being vertically integrated?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. Now, if you would, over on 889 --</p> <p>10 actually, if you could go back on 886, it says,</p> <p>11 under -- back up there under Rose Acre business</p> <p>12 milestones, it says, today we have 15 farms in</p> <p>13 six states with a capacity of over 22 million</p> <p>14 birds and an annual production of close to 61</p> <p>15 billion eggs. Do you see that?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. Is that also consistent with your</p> <p>18 recollection you had approximately 22 million</p> <p>19 birds in '05?</p> <p>20 <b>A. Yeah. It could be plus a farm or</b></p> <p>21 <b>minus a farm. It could be plus or minus a few</b></p> <p>22 <b>birds.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

28 (Pages 106 to 109)

<p style="text-align: right;">106</p> <p>1 Q. Over here on 889 at the top of the</p> <p>2 page under market presence, you see that, the</p> <p>3 last three digits 889?</p> <p>4 A. 889?</p> <p>5 Q. The bottom of the page down here,</p> <p>6 it says 889, last three digits?</p> <p>7 A. Yes.</p> <p>8 Q. Up at the top, it says, under</p> <p>9 market presence, overall we have about 8 percent</p> <p>10 share of the shell egg market and we are the</p> <p>11 second largest egg producer in the nation; do</p> <p>12 you see that?</p> <p>13 A. Yes.</p> <p>14 Q. That would be consistent with your</p> <p>15 recollection; fair enough?</p> <p>16 A. At that time probably.</p> <p>17 Q. Then it says, our Rose Acre Farms</p> <p>18 brand has the largest market share in the nation</p> <p>19 for egg producer brand?</p> <p>20 A. Yes.</p> <p>21 Q. What do you mean by that?</p> <p>22 A. At that time we had the largest</p>	<p style="text-align: right;">108</p> <p>1 were selling to Certified Grocers, which was the</p> <p>2 wholesale grocer cooperative in Chicago, and</p> <p>3 they ceased doing business sometime in the last</p> <p>4 10 years. I don't remember exactly what year it</p> <p>5 was.</p> <p>6 And we had a major distributor,</p> <p>7 Dutch Farms, who ceased selling the Rose Acre</p> <p>8 brand and is selling the Dutch Farms brand. And</p> <p>9 we -- you know, then there's a couple other</p> <p>10 chains that went to their own private label.</p> <p>11 The supermarket industry really</p> <p>12 focused hard on private label unless you do a</p> <p>13 lot of promotional and advertisement, something</p> <p>14 like an Eggland's Best program or something like</p> <p>15 that. We never did spend money advertising. We</p> <p>16 always sold cheaply and produced our brand and</p> <p>17 most people were -- grocery stores are willing</p> <p>18 to pay more if you put it in their brand. They</p> <p>19 don't want to have a competing brand that they</p> <p>20 have to match prices with.</p> <p>21 Q. Any other reasons you can think</p> <p>22 of?</p>
<p style="text-align: right;">107</p> <p>1 private label brand in the country.</p> <p>2 Q. And what did your private label --</p> <p>3 what products fell under your private label?</p> <p>4 A. Just shell eggs.</p> <p>5 Q. What was the brand?</p> <p>6 A. Rose Acre Farms.</p> <p>7 Q. Where does it rank today?</p> <p>8 A. We no longer pack -- we sell</p> <p>9 Casey's General Stores about 100 cases a week</p> <p>10 today under our Rose Acre brand private label.</p> <p>11 Q. What happened?</p> <p>12 A. What do you mean what happened?</p> <p>13 Q. I mean, you went from</p> <p>14 approximately in '05 with the largest market</p> <p>15 share in the nation for private label brands to</p> <p>16 virtually nothing?</p> <p>17 A. There was a time period in there</p> <p>18 when we lost -- at one time, we was selling</p> <p>19 through a distributor in a time period I don't</p> <p>20 remember the exact dates, we was selling lots of</p> <p>21 eggs under the Rose Acre brand to Wal-Mart. And</p> <p>22 Wal-Mart went to different regional brands. We</p>	<p style="text-align: right;">109</p> <p>1 A. And then just -- no. That's most</p> <p>2 of the reason.</p> <p>3 Q. Now, it says here under where Rose</p> <p>4 Acre products -- it says, we supply eggs across</p> <p>5 the country from Maine to California. Our</p> <p>6 largest penetration is in the Midwest with the</p> <p>7 south as our second largest market. Was that</p> <p>8 accurate in 2005?</p> <p>9 A. Yes.</p> <p>10 Q. Is that accurate today?</p> <p>11 A. Mostly. It's changed somewhat,</p> <p>12 but --</p> <p>13 Q. Okay. Then it says</p> <p>14 internationally we ship dry products to Japan,</p> <p>15 Mexico, Europe, Spain, European Union, and</p> <p>16 China?</p> <p>17 A. Yes.</p> <p>18 Q. Was that true in '05?</p> <p>19 A. That was true in '05, but today</p> <p>20 nothing like -- we used to ship a lot of</p> <p>21 inedible, but most of that market has been</p> <p>22 curtailed.</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

29 (Pages 110 to 113)

<p style="text-align: right;">110</p> <p>1 Q. And then it says, under food 2 service industry versus retail, it says, our 3 sales are 68 percent retail shell eggs and 4 32 percent egg products for food service, 5 manufacturers, and industrial applications. Do 6 you see that?</p> <p>7 <b>A. That's different today. Yeah.</b></p> <p>8 Q. How does that break out today?</p> <p>9 <b>A. We're probably 70 or 80 -- close</b> 10 <b>to 80 -- I would say in the low 80s and high</b> 11 <b>teens of the somewhere between 15 and 20 percent</b> 12 <b>egg products. 80 to 85 percent shell eggs. It</b> 13 <b>changes by the season and the egg market.</b></p> <p>14 Q. And when you say, just to be 15 clear, when you talk about 68 percent retail 16 shell eggs we are talking about shell eggs that 17 are not processed, they are --</p> <p>18 <b>A. Sold in a retail consumer's</b> 19 <b>package and/or a loose pack to food service.</b></p> <p>20 Q. Then with respect to the 21 32 percent egg products, we're talking about 22 products that re --</p>	<p style="text-align: right;">112</p> <p>1 small quantities to direct purchasers. Do you 2 see that?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. What do you mean by that?</p> <p>5 <b>A. We tried to get out of the store</b> 6 <b>door delivery business.</b></p> <p>7 Q. When did you begin that process?</p> <p>8 <b>A. In -- probably 20 years ago.</b> 9 <b>We've been working to get out of it. We still</b> 10 <b>do too much of it.</b></p> <p>11 Q. You moved into a bulk warehouse 12 distribution?</p> <p>13 <b>A. Our goal was to get to where the</b> 14 <b>customer picks up at our plant.</b></p> <p>15 Q. That is commonly known as bulk 16 warehouse distribution?</p> <p>17 <b>A. That would be customer pick up.</b></p> <p>18 Q. Even more direct than a bulk 19 warehouse system?</p> <p>20 <b>A. Correct. It is a back haul for</b> 21 <b>out customer. We try to build our facilities to</b> 22 <b>where they're out delivering where they can come</b></p>
<p style="text-align: right;">111</p> <p>1 <b>A. Where we broke the egg.</b></p> <p>2 Q. After breaking; right?</p> <p>3 <b>A. Yeah.</b></p> <p>4 Q. Okay. Why has that changed since 5 '05? Why has that dropped, your egg product 6 sales dropped to 15 to 20 percent?</p> <p>7 <b>A. Because of all the expansion in</b> 8 <b>the Midwest of the egg products field.</b></p> <p>9 Q. And who were the ones that were 10 doing the principal expansion in the Midwest?</p> <p>11 <b>A. Multiple producers.</b></p> <p>12 Q. Can you give me some names?</p> <p>13 <b>A. Through contract, the Dean Foods</b> 14 <b>group, the Rembrandt Foods, Primera Foods,</b> 15 <b>Michael Foods, through various contracts.</b> 16 <b>During that time period, I think Pullman Egg</b> 17 <b>Farms in Ohio, Agri General, DeCoster. Lots of</b> 18 <b>expansion.</b></p> <p>19 Q. Now, under Rose Acre's sales 20 channels are direct channels. It says majority 21 of our customers are direct. We ship and focus 22 on truckloads and rarely provide pallet loads or</p>	<p style="text-align: right;">113</p> <p>1 <b>and pick the eggs up, so we are not in the</b> 2 <b>transportation business.</b></p> <p>3 Q. And so approximately today how 4 many of your customers actually come by and pick 5 up their eggs?</p> <p>6 <b>A. Over half.</b></p> <p>7 Q. And then approximately how many do 8 you deliver to their warehouse?</p> <p>9 <b>A. We may deliver 20 percent,</b> 10 <b>25 percent total today.</b></p> <p>11 Q. And then how many are direct store 12 delivery? What percentage?</p> <p>13 <b>A. Less than 5.</b></p> <p>14 Q. Has that been true at least for 15 the last decade?</p> <p>16 <b>A. Yeah.</b></p> <p>17 Q. And who are the customers that are 18 willing to come and pick up eggs from your 19 egg -- your egg production facilities?</p> <p>20 <b>A. Kroger, Wal-Mart, Certified did.</b> 21 <b>Hy-Vee does. Most of our retail shell customers</b> 22 <b>pick up the eggs or arrange transportation.</b></p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

30 (Pages 114 to 117)

<p style="text-align: right;">114</p> <p>1 Q. And that's because these are</p> <p>2 big -- big buyers?</p> <p>3 <b>A. They're big buyers. They're big</b></p> <p>4 <b>distribution centers. They have transportation</b></p> <p>5 <b>managers who hire more trucks than we dream of</b></p> <p>6 <b>hiring. And they use it as a back haul through</b></p> <p>7 <b>their vendors and/or through -- they've got all</b></p> <p>8 <b>kinds of computer programs where they do all the</b></p> <p>9 <b>different -- they can manage it better -- they</b></p> <p>10 <b>have access to more trucks than we do.</b></p> <p>11 Q. With respect to those customers</p> <p>12 that you deliver to their warehouses, who would</p> <p>13 fall in that category?</p> <p>14 <b>A. We deliver most of our Aldie.</b></p> <p>15 Q. Aldie?</p> <p>16 <b>A. Yeah.</b></p> <p>17 Q. Okay.</p> <p>18 <b>A. That's because they're on a</b></p> <p>19 <b>special dolly that we have to return the racks</b></p> <p>20 <b>on the trucks. It's got to come and go both</b></p> <p>21 <b>ways.</b></p> <p>22 Q. The other advantage of not having</p>	<p style="text-align: right;">116</p> <p>1 <b>A. Fair enough.</b></p> <p>2 Q. It's not just risk, it's cost?</p> <p>3 <b>A. It's cost and it's risk.</b></p> <p>4 Q. But the risk, what you're talking</p> <p>5 about is being sued; right?</p> <p>6 <b>A. Liability insurance.</b></p> <p>7 Q. Right.</p> <p>8 <b>A. We have I don't know what it is</b></p> <p>9 <b>but we pay millions of dollars in liability</b></p> <p>10 <b>insurance.</b></p> <p>11 Q. Then you also don't have the</p> <p>12 logistics; right, to coordinate that extensive</p> <p>13 transportation system; right?</p> <p>14 <b>A. What has happened, transportation</b></p> <p>15 <b>today, the equipment has gotten so complicated</b></p> <p>16 <b>when you own six or eight trucks, you can't</b></p> <p>17 <b>afford to have technicians that know how to work</b></p> <p>18 <b>on them, so you end up -- you're best off just</b></p> <p>19 <b>hiring someone else to do it and, you know, it's</b></p> <p>20 <b>like your car. Could you work on your car</b></p> <p>21 <b>today?</b></p> <p>22 Q. So -- my point is that if you were</p>
<p style="text-align: right;">115</p> <p>1 direct store delivery, there are several. One</p> <p>2 is you don't have to have the massive trucking</p> <p>3 or transportation capacity; right?</p> <p>4 <b>A. Trucking is a tremendous liability</b></p> <p>5 <b>from folks like you.</b></p> <p>6 Q. And so to have -- to direct store</p> <p>7 deliver, you're talking about a lot of folks and</p> <p>8 a lot of cost; right?</p> <p>9 <b>A. Any time you have a truck on</b></p> <p>10 <b>wheels that's moving down a highway full of</b></p> <p>11 <b>targets, you're a target. We just try to</b></p> <p>12 <b>eliminate that.</b></p> <p>13 Q. And you're able to eliminate that</p> <p>14 by having these large volume customers come to</p> <p>15 your egg production facilities to pick up their</p> <p>16 eggs; right?</p> <p>17 <b>A. They have that risk, not us.</b></p> <p>18 Q. And then similarly, if you're just</p> <p>19 delivering to a warehouse, you are eliminating</p> <p>20 the risk of all of the direct store delivery?</p> <p>21 <b>A. Right.</b></p> <p>22 Q. Fair enough?</p>	<p style="text-align: right;">117</p> <p>1 going to do all that transportation, there is</p> <p>2 significant logistics you would have to deal</p> <p>3 with; right?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. Maintenance of a fleet; correct?</p> <p>6 <b>A. Correct.</b></p> <p>7 Q. Obviously the gasoline, the</p> <p>8 transportation costs; correct?</p> <p>9 <b>A. Correct.</b></p> <p>10 Q. All the employees that would be</p> <p>11 required to service a direct service delivery</p> <p>12 system; correct?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. On top that, you would need a</p> <p>15 sales force, right, that would be marketing to</p> <p>16 those direct service delivery customers; right?</p> <p>17 <b>A. Not so much. A little bit, but</b></p> <p>18 <b>not so much.</b></p> <p>19 Q. Right now, how many -- how many</p> <p>20 sales folks do you have, for example, in your</p> <p>21 Midwest region?</p> <p>22 <b>A. All of our sales people are</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

31 (Pages 118 to 121)

<p style="text-align: right;">118</p> <p>1 maintained out of the main office. I believe</p> <p>2 there's five or sixth total.</p> <p>3 Q. Are they assigned a region?</p> <p>4 A. Today they may be. That's changed</p> <p>5 through the years.</p> <p>6 Q. What -- do you know how those</p> <p>7 regions are broken up?</p> <p>8 A. Not exactly. I don't know what</p> <p>9 does there individually.</p> <p>10 Q. Of those five or six folks, do you</p> <p>11 know how many are assigned to the Midwest</p> <p>12 region?</p> <p>13 A. Not right offhand, I don't know.</p> <p>14 Q. Who would know that?</p> <p>15 A. Greg Hinton.</p> <p>16 Q. Under our indirect channels, you</p> <p>17 state, Rose Acre Farms has some distributors and</p> <p>18 limited brokers which sell to end customers.</p> <p>19 This is a very limited part of our business.</p> <p>20 What you're referring to there is the direct</p> <p>21 service delivery?</p> <p>22 A. Yes.</p>	<p style="text-align: right;">120</p> <p>1 marked for identification.)</p> <p>2 BY MR. STUEVE:</p> <p>3 Q. Let me show you what's been marked</p> <p>4 as Exhibit 519.</p> <p>5 Are you familiar with Exhibit 519?</p> <p>6 A. I'm familiar with a lot of the</p> <p>7 information, but I don't recognize the format.</p> <p>8 Q. Would you be surprised if this is</p> <p>9 on Rose Acre's website?</p> <p>10 MR. BARNES: Object to the form.</p> <p>11 THE WITNESS: It could have been</p> <p>12 something my brother put together. I recognize</p> <p>13 seeing this, but I couldn't identify exactly</p> <p>14 where.</p> <p>15 BY MR. STUEVE:</p> <p>16 Q. Have you ever been to the Rose</p> <p>17 Acre website?</p> <p>18 A. On occasion.</p> <p>19 Q. When's the last time you visited</p> <p>20 it?</p> <p>21 A. A couple months ago.</p> <p>22 Q. Do you remember seeing this</p>
<p style="text-align: right;">119</p> <p>1 Q. That was true in '05 and that was</p> <p>2 true today; correct?</p> <p>3 A. Yes.</p> <p>4 Q. Now, it says, under the business</p> <p>5 structure and management systems, it identifies</p> <p>6 the account management process, the system is</p> <p>7 fully centralized in our Seymour headquarters.</p> <p>8 Do you see that down at the bottom?</p> <p>9 A. Yes.</p> <p>10 Q. And is that true today?</p> <p>11 A. Yes.</p> <p>12 Q. And then it says, this location</p> <p>13 controls purchase orders, accounts payable,</p> <p>14 accounts receivable, billing, documentation,</p> <p>15 accounting, inventory control, capital</p> <p>16 investments, pricing and bookkeeping. Do you</p> <p>17 see that?</p> <p>18 A. Yes.</p> <p>19 Q. Is that true today as well?</p> <p>20 A. Yes.</p> <p>21 Q. All right.</p> <p>22 (Rust Exhibit Number 519 was</p>	<p style="text-align: right;">121</p> <p>1 information on it?</p> <p>2 A. I didn't look at every individual</p> <p>3 page on there. I recollect seeing some of this</p> <p>4 someplace, but I can't tell you exactly where.</p> <p>5 Q. Okay. I've got some more</p> <p>6 questions about the Rose Acre operations, so I</p> <p>7 want to direct your attention to the first page</p> <p>8 there. It says, Rose Acre Farms produces a wide</p> <p>9 range of shell eggs, specialty eggs and egg</p> <p>10 products. Do you see that down at the third</p> <p>11 paragraph there?</p> <p>12 A. Yes.</p> <p>13 Q. Is that an accurate statement?</p> <p>14 A. Yes.</p> <p>15 Q. It says under shell eggs include</p> <p>16 white and brown table eggs from cage free or</p> <p>17 conventionally raised hens. Do you see that?</p> <p>18 A. Yes.</p> <p>19 Q. Where are your cage free laying</p> <p>20 hens located?</p> <p>21 A. Jen Acre Plus facility and the</p> <p>22 Donovan egg farm facility. Jen Acre Plus is</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

32 (Pages 122 to 125)

<p style="text-align: right;">122</p> <p>1 <b>North Vernon, Indiana, and Donovan is Donovan,</b>  2 <b>Illinois.</b>  3 Q. How long has that been the case?  4 <b>A. I think Jen Acre Plus, 5 to 8</b>  5 <b>years, and I think Donovan, 10 to 12 years,</b>  6 <b>15 years.</b>  7 Q. Then it says, specialty eggs  8 including cage free, Omega-3, vegetarian and  9 other nutritionally enhanced eggs are available  10 in retail and wholesale packs. Do you see that?  11 <b>A. Yes.</b>  12 Q. Where are your specialty eggs,  13 where are those produced?  14 <b>A. It can vary. Our Eggland's Best</b>  15 <b>are produced at Germantown and North Vernon and</b>  16 <b>have been produced at County Line. Our Omega-3</b>  17 <b>eggs are produced or have been produced at Jen</b>  18 <b>Acres and at County Line. Our vegetarian have</b>  19 <b>been produced at various locations and other</b>  20 <b>nutritionally enhanced eggs have been produced</b>  21 <b>at various locations. It depends on the</b>  22 <b>customer.</b></p>	<p style="text-align: right;">124</p> <p>1 <b>A. Since we purchased the Germantown</b>  2 <b>egg farm.</b>  3 Q. When was that?  4 <b>A. I don't recall the exact year.</b>  5 <b>10 years ago, maybe.</b>  6 Q. Okay. It says 2004, purchased  7 Germantown egg farm in Germantown, Indiana.  8 Does that sound about right?  9 <b>A. That's about right.</b>  10 MR. BARNES: What are you  11 referring to, counsel?  12 MR. STUEVE: I'm referring to our  13 previous document, 529.  14 BY MR. STUEVE:  15 Q. So with respect to Eggland's Best  16 --  17 MR. BARNES: You mean 518. We  18 don't have a 529.  19 MR. STUEVE: I forgot to change my  20 number. Thank you. I didn't mean to throw you  21 for a loop.  22 MR. BARNES: You did.</p>
<p style="text-align: right;">123</p> <p>1 Q. With respect to your Eggland's  2 Best you're referring to that. That's a  3 specialty brand; is that right?  4 <b>A. Yes.</b>  5 Q. Do you have -- do you have a  6 franchise right with respect to Eggland's Best?  7 <b>A. Yes.</b>  8 Q. What are those?  9 <b>A. What is?</b>  10 Q. What are your franchise rights  11 with respect to Eggland's Best?  12 <b>A. Repeat the question.</b>  13 Q. With respect to Eggland's Best,  14 what are your licensing or franchise rights  15 related to the sale of Eggland's Best brand?  16 <b>A. Okay. We have a territory that</b>  17 <b>we're allowed to sell to.</b>  18 Q. What is that?  19 <b>A. Several counties in Illinois and</b>  20 <b>Indiana. We're the smallest Eggland's Best</b>  21 <b>franchise holder.</b>  22 Q. How long have you had a franchise?</p>	<p style="text-align: right;">125</p> <p>1 BY MR. STUEVE:  2 Q. 2004 sounds about right for  3 Germantown?  4 <b>A. Yes.</b>  5 Q. Now, with respect to the -- what  6 do you do with respect to Eggland's Best? Is  7 there anything different you do at that egg  8 production facility?  9 <b>A. You do what they tell you to do.</b>  10 <b>You know, you don't -- be more specific in what</b>  11 <b>you're asking.</b>  12 Q. Do you have any different --  13 anything different with respect to your egg  14 production facilities where you're producing  15 Eggland's Best?  16 <b>A. Same chicken house, same chicken.</b>  17 Q. Anything else that varies?  18 <b>A. Feed formula will be slightly</b>  19 <b>different to change the nutritional label.</b>  20 Q. Who provides that?  21 <b>A. Eggland's.</b>  22 Q. Who is responsible for making sure</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

33 (Pages 126 to 129)

<p style="text-align: right;">126</p> <p>1 that that occurs?</p> <p>2 <b>A. Our nutritionist, Roger</b></p> <p>3 <b>Schielbaum.</b></p> <p>4 Q. Where is he located?</p> <p>5 <b>A. Seymour.</b></p> <p>6 Q. How does he know that the</p> <p>7 facilities are meeting the Eggland's Best</p> <p>8 requirements?</p> <p>9 <b>A. He would be putting -- well, he</b></p> <p>10 <b>only does the nutritional aspect. The actual</b></p> <p>11 <b>field audit by the Eggland's farm manager there</b></p> <p>12 <b>would be responsible for it.</b></p> <p>13 Q. Okay. What about the Omega-3.</p> <p>14 Who is -- what do you do with respect to the</p> <p>15 Omega-3 egg?</p> <p>16 <b>A. That is a total rearrangement of</b></p> <p>17 <b>the feed formulation to create a much higher</b></p> <p>18 <b>Omega -- it's under patent with Christopher Eggs</b></p> <p>19 <b>or Columbus Eggs, which is a European company</b></p> <p>20 <b>that we end up making a 660-milligram Omega-3</b></p> <p>21 <b>egg which is highest -- it's got what they call</b></p> <p>22 <b>one to one fatty chain acid profile which is --</b></p>	<p style="text-align: right;">128</p> <p>1 <b>A. It is printed out.</b></p> <p>2 Q. How often?</p> <p>3 <b>A. Daily, I think.</b></p> <p>4 Q. Then let me ask you this. With</p> <p>5 respect to the specialty eggs that you've</p> <p>6 identified here, are those sold under -- you've</p> <p>7 mentioned the Eggland's Best brand. Is there</p> <p>8 any other brand that the specialty eggs?</p> <p>9 <b>A. Christopher Egg.</b></p> <p>10 Q. Christopher Egg?</p> <p>11 <b>A. And then several private labeled</b></p> <p>12 <b>supermarket labels.</b></p> <p>13 Q. Can you identify some of those?</p> <p>14 <b>A. Off the cuff, the Kroger brand</b></p> <p>15 <b>which is Private Select Omega, and then there's</b></p> <p>16 <b>some that are sold just Omega egg. Meyers may</b></p> <p>17 <b>use Presidential Select, and that would be a</b></p> <p>18 <b>Greg Hinton question.</b></p> <p>19 Q. What is Meyers?</p> <p>20 <b>A. That's a grocery store chain.</b></p> <p>21 Q. How big are they?</p> <p>22 <b>A. Pretty big. They're Midwest based</b></p>
<p style="text-align: right;">127</p> <p>1 <b>it's a good egg for people like me that have</b></p> <p>2 <b>heart conditions.</b></p> <p>3 Q. Who is responsible for verifying</p> <p>4 those requirements are being met?</p> <p>5 <b>A. Roger does that through the</b></p> <p>6 <b>nutritional aspect by checking the computer</b></p> <p>7 <b>printout sheets to make sure they was fed and we</b></p> <p>8 <b>have to monitor the eggs to do make sure that</b></p> <p>9 <b>the eggs meet the requirements of what we're</b></p> <p>10 <b>advertising.</b></p> <p>11 Q. You're talking about Roger Hurd?</p> <p>12 <b>A. No, Roger Schielbaum.</b></p> <p>13 Q. Who at the actual egg production</p> <p>14 facilities?</p> <p>15 <b>A. That would be verified by the farm</b></p> <p>16 <b>manager and the recordkeeping will show that</b></p> <p>17 <b>they was fed the proper feed.</b></p> <p>18 Q. What recordkeeping is kept?</p> <p>19 <b>A. The computer records from the feed</b></p> <p>20 <b>milling operation.</b></p> <p>21 Q. Is that something you could print</p> <p>22 out?</p>	<p style="text-align: right;">129</p> <p>1 <b>like Wal-Mart. They sell everything but they're</b></p> <p>2 <b>not as big as Wal-Mart.</b></p> <p>3 Q. What states are they located in?</p> <p>4 <b>A. Primarily Michigan, Indiana, maybe</b></p> <p>5 <b>Illinois, and Ohio.</b></p> <p>6 Q. Do you know approximately how many</p> <p>7 stores they own?</p> <p>8 <b>A. No.</b></p> <p>9 Q. Now, under the egg products you</p> <p>10 identify the liquid eggs, the dried eggs, and</p> <p>11 the egg protein powder. Do you see that?</p> <p>12 <b>A. Uh-huh.</b></p> <p>13 Q. And those would be the egg</p> <p>14 products we were referencing earlier; is that</p> <p>15 right?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. Now, if you would, over on the</p> <p>18 third page, it has -- it starts up at the top</p> <p>19 with the company history?</p> <p>20 <b>A. Yeah.</b></p> <p>21 Q. It says, Rose Acre Farms began as</p> <p>22 a small family operation with one thousand hens</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

34 (Pages 130 to 133)

<p style="text-align: right;">130</p> <p>1 but has grown to become one of America's largest 2 egg producers. Did I read that correctly? 3 <b>A. Yes.</b> 4 Q. Then underneath it, the 1930s, it 5 has the first two Rose Acre hen houses were 6 constructed and had 500 hens each a significant 7 number for that time. Do you see that? 8 <b>A. Yes.</b> 9 Q. If you would -- 10 MR. BARNES: It's 520. 11 BY MR. STUEVE: 12 Q. I'll show you what's been marked 13 as Exhibit 520? 14 (Rust Exhibit Number 520 was 15 marked for identification.) 16 BY MR. STUEVE: 17 Q. Can you confirm that is the 18 photo -- 19 <b>A. Yes.</b> 20 Q. -- that appears -- 21 <b>A. Yes.</b> 22 Q. On your website?</p>	<p style="text-align: right;">132</p> <p>1 (Rust Exhibit Number 521 was 2 marked for identification.) 3 BY MR. STUEVE: 4 Q. And this is one of 17 facilities 5 in six states, is that right? 6 <b>A. Yes.</b> 7 Q. And approximately how many laying 8 hens are located at Cort Acre? 9 <b>A. About 3 million.</b> 10 Q. So 3 million of approximately 11 24 million laying hens that Rose Acre has? 12 <b>A. Of 22 million.</b> 13 Q. I'll show you some documents that 14 indicate you have 24 million. 22 to 24? 15 <b>A. Yes.</b> 16 Q. Approximately 3 million of them 17 are located -- I'm sorry, what's this location? 18 <b>A. Cortland, Indiana, or Seymour.</b> 19 <b>One is 3 miles and one is two and a half.</b> 20 Q. All right. And if you would, 21 could you just kind of tell me what's -- what's 22 depicted in here?</p>
<p style="text-align: right;">131</p> <p>1 <b>A. That's my grandfather's farm.</b> 2 Q. All right. Now, if you would, if 3 you could turn to the next page? 4 MR. BARNES: Of 519? Are we back 5 on 519? 6 BY MR. STUEVE: 7 Q. Yes. We are still on 519? 8 MR. BARNES: Okay. I'm confused. 9 You just gave him 520. 10 BY MR. STUEVE: 11 Q. Do you see under the present day, 12 Rose Acre Farms is an industry leader in egg 13 production with 17 facilities in six states; is 14 that right? 15 <b>A. Yes.</b> 16 Q. You see there's a picture of an 17 egg production facility; is that right? 18 <b>A. Correct. That's Cort Acres.</b> 19 Q. Is that Cort Acres? 20 <b>A. Yes.</b> 21 Q. Let me show you what's been marked 22 as Exhibit 521?</p>	<p style="text-align: right;">133</p> <p>1 <b>A. The big tall thing in the middle</b> 2 <b>is a feed mill.</b> 3 Q. Okay. 4 <b>A. The other thing in the middle is</b> 5 <b>the egg processing and the egg breaking plant</b> 6 <b>rooms, buildings.</b> 7 Q. Okay. 8 <b>A. This is an older photo.</b> 9 Q. Are there some additional 10 buildings on the site today? 11 <b>A. There's a new grading room and</b> 12 <b>then a new breaking plant has been built in over</b> 13 <b>the top of the existing.</b> 14 Q. So this particular facility has 15 the egg laying production lines. It has the 16 grading facility? 17 <b>A. Grading and breaking.</b> 18 Q. And breaking all in one? 19 <b>A. Correct.</b> 20 Q. And is that -- is that true for 21 any other of the 16 facilities? 22 <b>A. Other than size variation, it's</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

35 (Pages 134 to 137)

<p style="text-align: right;">134</p> <p>1 <b>true with Pulaski Country and Guthrie Center.</b></p> <p>2 Q. Are they larger or smaller?</p> <p>3 <b>A. Smaller.</b></p> <p>4 Q. Okay. The rows of houses there,</p> <p>5 do you see those?</p> <p>6 <b>A. Uh-huh.</b></p> <p>7 Q. Is that where the laying hens are</p> <p>8 housed?</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. How many stacks high are the cages</p> <p>11 in those facilities?</p> <p>12 <b>A. Some may be four and some may be</b></p> <p>13 <b>five.</b></p> <p>14 Q. Okay. Now, if you would, over on</p> <p>15 the second to last page of Exhibit 519, under</p> <p>16 Rose Acre Farms animal welfare program.</p> <p>17 <b>A. Yes. What are you asking?</b></p> <p>18 Q. Are you there?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. It says, at Rose Acre Farms, our</p> <p>21 corporate culture is built on a commitment to</p> <p>22 animal care in addition to meeting or exceeding</p>	<p style="text-align: right;">136</p> <p>1 <b>A. I would have to look at the</b></p> <p>2 <b>documents. I'm not familiar with the exact</b></p> <p>3 <b>details of it.</b></p> <p>4 Q. Now, it says down here at the</p> <p>5 bottom, employee training. It says, Rose Acre</p> <p>6 Farms employees are trained in bird health and</p> <p>7 handling. Rose Acre Farms maintains a zero</p> <p>8 tolerance policy when it comes to violating</p> <p>9 animal care policies. Did I read that</p> <p>10 correctly?</p> <p>11 <b>A. Yes.</b></p> <p>12 MR. BARNES: No, you didn't. I</p> <p>13 object.</p> <p>14 BY MR. STUEVE:</p> <p>15 Q. Why don't you read that last</p> <p>16 sentence to me -- for me?</p> <p>17 <b>A. Which page?</b></p> <p>18 Q. On the bottom of this employee</p> <p>19 training?</p> <p>20 MR. BARNES: Just last word is</p> <p>21 policies not programs.</p> <p>22 BY MR. STUEVE:</p>
<p style="text-align: right;">135</p> <p>1 industry standards and interpretation, we</p> <p>2 developed our own animal welfare program to</p> <p>3 further advance the health of the chickens</p> <p>4 through every stage of their life cycle. Do you</p> <p>5 see that?</p> <p>6 <b>A. Uh-huh.</b></p> <p>7 Q. What is Rose Acre's own animal</p> <p>8 welfare program?</p> <p>9 <b>A. We actually -- how do you mean --</b></p> <p>10 <b>what is out --</b></p> <p>11 Q. It says we developed our own</p> <p>12 animal welfare program. What is it?</p> <p>13 <b>A. We do a couple things different.</b></p> <p>14 Q. What are -- if you could, could</p> <p>15 you tell me what Rose Acre's animal welfare</p> <p>16 program is?</p> <p>17 <b>A. What we do different versus the</b></p> <p>18 <b>EEP program?</b></p> <p>19 Q. No, I'm asking you -- you state on</p> <p>20 the website that we developed our own animal</p> <p>21 welfare program. I'm asking you to tell me what</p> <p>22 it is.</p>	<p style="text-align: right;">137</p> <p>1 Q. Let me just read it. See the last</p> <p>2 sentence there. It says -- on this page, it</p> <p>3 says, employee training. Do you see that? Do</p> <p>4 you see that section down at the bottom?</p> <p>5 <b>A. Yes.</b></p> <p>6 Q. All right. The second sentence</p> <p>7 there says, Rose Acre Farms maintains a zero</p> <p>8 tolerance policy when it comes to violating</p> <p>9 animal care policies. Did I read that</p> <p>10 correctly?</p> <p>11 <b>A. I don't think I'm on the right</b></p> <p>12 <b>page.</b></p> <p>13 MR. BARNES: 519.</p> <p>14 BY MR. STUEVE:</p> <p>15 Q. Why don't you show me the exhibit?</p> <p>16 <b>A. It's not numbered.</b></p> <p>17 Q. It's off your website?</p> <p>18 <b>A. Here's some more.</b></p> <p>19 MR. BARNES: Hold on.</p> <p>20 MR. MONICA: You may be mixing</p> <p>21 them up.</p> <p>22 MR. BARNES: I think you're mixing</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

36 (Pages 138 to 141)

<p style="text-align: right;">138</p> <p>1 them up, Marcus.</p> <p>2 THE WITNESS: Got it.</p> <p>3 BY MR. STUEVE:</p> <p>4 Q. That's okay. If you can just</p> <p>5 leave those there, that's fine. Leave those</p> <p>6 there as well. Don't need that. Just leave</p> <p>7 those there.</p> <p>8 Right here at the bottom, it says</p> <p>9 under the employee training on Rose Acre's</p> <p>10 website, it says, Rose Acre Farms maintains a</p> <p>11 zero tolerance policy when it comes to violating</p> <p>12 animal care policy. Did I read that correctly?</p> <p>13 A. Yes.</p> <p>14 Q. Is that a fact?</p> <p>15 A. To the best of my knowledge.</p> <p>16 Q. Now, Rose Acres had some animal</p> <p>17 care issues over the years; correct?</p> <p>18 A. What are you referring to as</p> <p>19 issues?</p> <p>20 Q. Well, have you had any issues with</p> <p>21 respect to animal care?</p> <p>22 MR. BARNES: Object to the form.</p>	<p style="text-align: right;">140</p> <p>1 issues, other than we've been attacked by animal</p> <p>2 care activist terrorist groups.</p> <p>3 Q. Sir, you have received an FDA</p> <p>4 warning letter; have you not?</p> <p>5 A. That was related to mice in our</p> <p>6 manure pits.</p> <p>7 Q. Is it your testimony it has</p> <p>8 nothing to do with animal care?</p> <p>9 A. That had to do with FDA food</p> <p>10 regulations.</p> <p>11 Q. What was the concern of the FDA?</p> <p>12 A. That -- their concern was we</p> <p>13 reported that we had too many mice.</p> <p>14 Q. And what is the concern about</p> <p>15 having too many mice, sir?</p> <p>16 A. That would be salmonella.</p> <p>17 Q. How is salmonella caused by too</p> <p>18 many mice?</p> <p>19 A. If you have -- rodents are listed</p> <p>20 as a major carrier of salmonella bacteria.</p> <p>21 Q. And do you know what impact</p> <p>22 salmonella bacteria has on a hen?</p>
<p style="text-align: right;">139</p> <p>1 THE WITNESS: Yes.</p> <p>2 BY MR. STUEVE:</p> <p>3 Q. All right. What are they?</p> <p>4 A. We had animal right activists that</p> <p>5 come and blew out our transformers for the</p> <p>6 electric. They sabotaged our water wells. They</p> <p>7 burnt one of our feed trucks. Had several</p> <p>8 break-ins through the years. So we through the</p> <p>9 years have developed different policies that</p> <p>10 would relate to animal welfare because of the</p> <p>11 activism we had happen to us.</p> <p>12 MR. STUEVE: I move to strike the</p> <p>13 answer as nonresponsive.</p> <p>14 MR. BARNES: I object to the</p> <p>15 motion to strike. It is responsive. Go ahead.</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. What have been the issues over the</p> <p>18 years with respect to Rose Acre violating animal</p> <p>19 care policies?</p> <p>20 A. I -- to the best of my knowledge,</p> <p>21 you would have to refer to the issues. I'm not</p> <p>22 recollecting what you've referring to as the</p>	<p style="text-align: right;">141</p> <p>1 A. Yes.</p> <p>2 Q. What is it?</p> <p>3 A. It can -- severe case, it could</p> <p>4 make a chicken sick. Most of the time it</p> <p>5 doesn't.</p> <p>6 Q. But certainly salmonella is an</p> <p>7 animal issue; right?</p> <p>8 A. It's a human health issue.</p> <p>9 Q. It's also an issue with respect to</p> <p>10 the laying hen; correct?</p> <p>11 A. Not as much with the hen as it is</p> <p>12 with the human health.</p> <p>13 Q. Any other issues concerning --</p> <p>14 either related to food safety or animal care,</p> <p>15 other than the FDA letter that come to mind,</p> <p>16 sir?</p> <p>17 A. Repeat the question.</p> <p>18 MR. STUEVE: Read it back.</p> <p>19 (The record was read as</p> <p>20 requested.)</p> <p>21 THE WITNESS: We had animal</p> <p>22 rightists who come in and did videotapes. Some</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

37 (Pages 142 to 145)

<p style="text-align: right;">142</p> <p>1 of the videotapes were improperly labeled as  2 being our facilities when they weren't our  3 facilities. And, you know, we watched two of  4 our competitors through the years have been --  5 you know, I had friends in Germany who were in  6 the egg production business that got voted out  7 of the business by their legislation. You know,  8 a lot of animal welfare issues when you look at  9 what's happened around the world with animal  10 rights activists.  11 BY MR. STUEVE:  12 Q. You mentioned there was a video.  13 Is it your testimony -- was there video of any  14 of your facilities?  15 A. They were represented to be our  16 facility, when in fact they were some of our --  17 a few of the pictures were taken showing the  18 outside of our facility, but the inside video  19 was taken of another producer's. They mixed  20 videos together, this undercover guy did for the  21 animal rights organization.  22 Q. How were you able to determine</p>	<p style="text-align: right;">144</p> <p>1 they released it and it went on national TV at  2 that time.  3 Q. And who -- who did he do this on  4 behalf of?  5 A. ALF or PETA or HSUS or one of  6 those organizations.  7 Q. Did you take any legal action  8 after that video was shown?  9 A. No. Only thing we did was invited  10 the news media to come to our facility to show  11 them it wasn't ours.  12 Q. Was your facility videotaped at  13 that time by those news agencies?  14 A. I have no idea. That never came  15 up.  16 Q. Did you allow them to videotape  17 your facilities?  18 A. If they wanted.  19 Q. Did they?  20 A. I don't think, they did. I don't  21 recall exactly what took place.  22 Q. Do you remember what news agencies</p>
<p style="text-align: right;">143</p> <p>1 that, sir?  2 A. The -- from memory -- we use -- I  3 think it was a water system was different and we  4 didn't use that type. That's what my  5 recollection was.  6 Q. Were you able to get a hold of the  7 video?  8 A. It was public on national TV.  9 Q. When did that occur, sir?  10 A. That occurred five, ten --  11 10 years ago, maybe. Something. I don't  12 remember the exact date.  13 Q. What show did it appear on?  14 A. I don't remember.  15 Q. Okay. And what was the -- do you  16 recall what the content of the video was?  17 A. It was a compiled so-called  18 documentary evidentiary, whatever, by some  19 activist that got paid to compile -- they took  20 little clips and tied together what he had  21 observed over a several month period working for  22 us and various other egg companies. And then</p>	<p style="text-align: right;">145</p> <p>1 that went to your facility?  2 A. I don't recall which ones they  3 were.  4 Q. You do have videotape of your  5 facilities; right?  6 A. Yes.  7 Q. And how long have you been  8 videotaping your facilities?  9 A. I don't recall when we started it.  10 For a while, we had a live cam set up in one of  11 our facilities where you could go in and look at  12 the chickens in the cages.  13 Q. And do you know where those videos  14 are stored?  15 A. No idea.  16 Q. Who at the company would know  17 that?  18 A. Maybe my brother, Robert or John.  19 Q. Okay.  20 A. That was what we had.  21 Q. All right. And you showed those  22 videos, correct, as well, of your facility?</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

38 (Pages 146 to 149)

<p style="text-align: right;">146</p> <p>1 <b>A. I'm not sure what you're asking.</b></p> <p>2 Q. In your -- I think it's in your</p> <p>3 headquarters when people show up, don't you have</p> <p>4 videos of some of your facilities?</p> <p>5 <b>A. They may have.</b></p> <p>6 Q. You don't recall seeing that in</p> <p>7 your headquarters?</p> <p>8 <b>A. I can't say I have seen that.</b></p> <p>9 Q. All right.</p> <p>10 <b>A. There is one that is on Discovery</b></p> <p>11 <b>Channel.</b></p> <p>12 Q. What's that?</p> <p>13 <b>A. There is one video that plays on</b></p> <p>14 <b>Discovery Channel.</b></p> <p>15 Q. What is that?</p> <p>16 <b>A. About our farms, Rose Acre Farms.</b></p> <p>17 Q. Do you know which facility is</p> <p>18 pictured in there?</p> <p>19 <b>A. A couple of them, I think.</b></p> <p>20 Q. Okay.</p> <p>21 (Rust Exhibit Number 522 was</p> <p>22 marked for identification.)</p>	<p style="text-align: right;">148</p> <p>1 Q. Now, if you would, we talked about</p> <p>2 Rose Acre Farms. Are there various</p> <p>3 subsidiaries? Is there just one corporate</p> <p>4 entity or are there various subsidiaries?</p> <p>5 <b>A. There's various subsidiaries for</b></p> <p>6 <b>various reasons.</b></p> <p>7 Q. Okay. And what are they?</p> <p>8 <b>A. There would be the actual</b></p> <p>9 <b>different corporations would be Rose Acre Farms.</b></p> <p>10 <b>There would be RAF International. There would</b></p> <p>11 <b>be NEPCO. There would be Marshall Egg. And</b></p> <p>12 <b>there would be RAF Transport. I think that's --</b></p> <p>13 <b>then under RAF International, there's the</b></p> <p>14 <b>corporation in Paraguay and then there's a</b></p> <p>15 <b>Limitado type operating company in Brazil.</b></p> <p>16 Q. And if we would -- is Rose Acre</p> <p>17 the corporate entity, and then these are</p> <p>18 subsidiaries underneath that corporate entity?</p> <p>19 <b>A. Basically.</b></p> <p>20 Q. Is that to the best of your</p> <p>21 knowledge?</p> <p>22 <b>A. Yes.</b></p>
<p style="text-align: right;">147</p> <p>1 BY MR. STUEVE:</p> <p>2 Q. I'll show you what's been marked</p> <p>3 as 522.</p> <p>4 Are you familiar with this</p> <p>5 document, sir?</p> <p>6 <b>A. Yeah.</b></p> <p>7 Q. Can you tell me what this is?</p> <p>8 <b>A. It's kind of a flow chart showing</b></p> <p>9 <b>how the so-called governance is of the company.</b></p> <p>10 Q. If you would, on page 1 of 2, can</p> <p>11 you tell me what -- we kind of went through the</p> <p>12 changes that occurred in 2011. Do you recall</p> <p>13 that discussion?</p> <p>14 <b>A. Not particularly.</b></p> <p>15 Q. That you, for example, were named</p> <p>16 the CEO; right?</p> <p>17 <b>A. Oh, okay. Yes.</b></p> <p>18 Q. That would have been after this</p> <p>19 would have been created; is that correct, sir?</p> <p>20 <b>A. Yes. That was kind of a</b></p> <p>21 <b>formalization of what had been in the past, it</b></p> <p>22 <b>never really was formalized.</b></p>	<p style="text-align: right;">149</p> <p>1 Q. Now, we've been talking about the</p> <p>2 Board of Directors, the executive management</p> <p>3 committee, and the various committees of Rose</p> <p>4 Acre Farms, Incorporated; is that right?</p> <p>5 <b>A. Yes.</b></p> <p>6 Q. So what -- are there separate</p> <p>7 boards for -- first of all, RAF International?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. And are they same the board</p> <p>10 members?</p> <p>11 <b>A. There's -- not all. There's -- I</b></p> <p>12 <b>forget who's on it exactly, but there's like</b></p> <p>13 <b>maybe six or seven board members on that one.</b></p> <p>14 Q. And are they -- are all of those</p> <p>15 the same -- are all of those also on the Rose</p> <p>16 Acre Board?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. And what about NEPCO? What is the</p> <p>19 -- is there a board for NEPCO?</p> <p>20 <b>A. I don't recollect. I'm sure there</b></p> <p>21 <b>is, but I'm not sure what it is. I couldn't</b></p> <p>22 <b>tell you offhand. It's not an operating entity.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

39 (Pages 150 to 153)

<p style="text-align: right;">150</p> <p>1 Q. What is it?</p> <p>2 A. It was a corporation that we --</p> <p>3 I'm going through recollection here. When we</p> <p>4 bought from Tyson, we bought NEPCO and we kept</p> <p>5 an LLC or corporation. NEPCO is a corporation,</p> <p>6 I think, from memory. It don't do any business.</p> <p>7 It still exists. It owns a piece of property in</p> <p>8 Georgia, real estate that we bought from</p> <p>9 Tyson's.</p> <p>10 Q. What was on that real estate?</p> <p>11 A. There was an egg breaking drying</p> <p>12 facility, and then an inedible drying facility</p> <p>13 and a sewer plant and a cell tower.</p> <p>14 Q. When was it purchased?</p> <p>15 A. 10, 15 years ago.</p> <p>16 Q. Was it ever utilized by Rose Acre?</p> <p>17 A. We utilized the dryer facility as</p> <p>18 an inedible facility for about a year maybe,</p> <p>19 year and a half.</p> <p>20 Q. Okay.</p> <p>21 A. But it was all shut down. When we</p> <p>22 bought it, it was part of the condition it had</p>	<p style="text-align: right;">152</p> <p>1 A. It would be -- I would have to</p> <p>2 look at some documents. I don't recall who,</p> <p>3 what.</p> <p>4 Q. And is that -- this says 1993</p> <p>5 purchased Marshall Egg Products in Marshall,</p> <p>6 Missouri?</p> <p>7 A. Yes.</p> <p>8 Q. Is that when that purchase would</p> <p>9 have occurred?</p> <p>10 A. Yes.</p> <p>11 Q. Are those facilities still</p> <p>12 operational?</p> <p>13 A. Yes.</p> <p>14 Q. Okay. And who runs those?</p> <p>15 A. Rose Acre operates those.</p> <p>16 Q. Okay. But the actual facilities</p> <p>17 themselves are owned by Marshall Egg?</p> <p>18 A. Yes. And Marshall is owned by</p> <p>19 Rose Acres.</p> <p>20 Q. 100 percent?</p> <p>21 A. Yes.</p> <p>22 Q. And what about RAF Transport?</p>
<p style="text-align: right;">151</p> <p>1 to be shut down before we took over. It was a</p> <p>2 unionized plant.</p> <p>3 Q. And what was the purpose of buying</p> <p>4 it?</p> <p>5 A. We wanted the Georgia location and</p> <p>6 we wanted the customer list of the powdered</p> <p>7 eggs, the drying business they had.</p> <p>8 Q. What about Marshall Egg? What is</p> <p>9 it?</p> <p>10 A. Marshall Egg was an entity we set</p> <p>11 up when we purchased two drying plant locations</p> <p>12 or two breaking facilities from Kraft General</p> <p>13 Foods.</p> <p>14 Q. Okay. And is there a Board of</p> <p>15 Directors?</p> <p>16 A. Yes. There's corporate officers.</p> <p>17 I'm not sure there's a Board of Directors.</p> <p>18 Q. Okay. Where are the corporate</p> <p>19 offices located?</p> <p>20 A. There's no corporate offices,</p> <p>21 there's corporate officers.</p> <p>22 Q. Okay. Who are they?</p>	<p style="text-align: right;">153</p> <p>1 A. It is a transportation, ICC motor</p> <p>2 -- regulated motor carrier, Interstate Commerce</p> <p>3 Commission.</p> <p>4 Q. Is that what you utilize to</p> <p>5 transfer eggs to warehouses?</p> <p>6 A. Yes, and to do back hauls.</p> <p>7 Q. When you say back hauls, can you</p> <p>8 explain what you mean by that?</p> <p>9 A. On occasion, we had to get an ICC</p> <p>10 regulation or number to be able to haul public</p> <p>11 goods as a motorized carrier. It had to be set</p> <p>12 up as a separate corporation from Rose Acre</p> <p>13 Farm.</p> <p>14 Q. So the idea is if you delivered</p> <p>15 eggs to a customer, for example, in Missouri,</p> <p>16 this would allow you to fill that truck up for a</p> <p>17 return trip?</p> <p>18 A. We would be able to pick up a load</p> <p>19 from the customer and deliver it to them. As a</p> <p>20 private hauler, you're not allowed to do that.</p> <p>21 You have to be a regulated carrier to load</p> <p>22 someone else's merchandise on your truck.</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

40 (Pages 154 to 157)

<p style="text-align: right;">154</p> <p>1 Q. Got it. And are there any Board</p> <p>2 of Directors for RAF?</p> <p>3 <b>A. Yes, it would be some of the same</b></p> <p>4 <b>people on the other boards, but there are some</b></p> <p>5 <b>people on that one that are not officers or on</b></p> <p>6 <b>the Board of Directors of Rose Acres.</b></p> <p>7 Q. Who?</p> <p>8 <b>A. From recollection, I think Jeff</b></p> <p>9 <b>Collette, maybe, maybe one other that's</b></p> <p>10 <b>different, that not any of the other Boards.</b></p> <p>11 Q. He's an employee at Rose Acre?</p> <p>12 <b>A. He's an employee at Rose Acre.</b></p> <p>13 Q. What about the RAF International?</p> <p>14 You said Paraguay. Is there an entity in</p> <p>15 Paraguay?</p> <p>16 <b>A. There's an entity in Paraguay and</b></p> <p>17 <b>an entity in Brazil.</b></p> <p>18 Q. The entity in Paraguay, is that</p> <p>19 the farm that your brother farms?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. And does that generate revenue?</p> <p>22 <b>A. Yes.</b></p>	<p style="text-align: right;">156</p> <p>1 <b>sure exactly.</b></p> <p>2 Q. Okay. He's been involved with</p> <p>3 Rose Acre for a long time as well?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. Okay. What about the facility in</p> <p>6 Brazil? Does it generate revenue?</p> <p>7 <b>A. Yeah.</b></p> <p>8 Q. Where does that revenue go?</p> <p>9 <b>A. It stays in Brazil.</b></p> <p>10 Q. Okay. And are there any other</p> <p>11 corporate entities we haven't identified</p> <p>12 affiliated with Rose Acre?</p> <p>13 <b>A. Not that I recollect.</b></p> <p>14 Q. Okay.</p> <p>15 (Rust Exhibit Number 523 was</p> <p>16 marked for identification.)</p> <p>17 BY MR. STUEVE:</p> <p>18 Q. Show you what's been marked as</p> <p>19 Exhibit 523.</p> <p>20 Are you familiar with the</p> <p>21 publication Egg Industry?</p> <p>22 <b>A. Yes, I am.</b></p>
<p style="text-align: right;">155</p> <p>1 Q. Does that revenue then -- does it</p> <p>2 go up through RAF International through Rose</p> <p>3 Acre Corp.?</p> <p>4 <b>A. It stays down there.</b></p> <p>5 Q. It does?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. Does he report on the facility?</p> <p>8 <b>A. We pay tax on it here.</b></p> <p>9 Q. But does he provide reports to the</p> <p>10 Board of Directors with respect to the facility?</p> <p>11 <b>A. Yes. Annual reports.</b></p> <p>12 Q. Annual reports. Does he attend</p> <p>13 the Board meetings as well?</p> <p>14 <b>A. Most of them. He attends annual</b></p> <p>15 <b>Board meetings. He doesn't necessarily come to</b></p> <p>16 <b>the quarterly.</b></p> <p>17 Q. How long has he sat on the Board</p> <p>18 of Directors of Rose Acre?</p> <p>19 <b>A. Who?</b></p> <p>20 Q. Your brother who runs the farm in</p> <p>21 Paraguay?</p> <p>22 <b>A. I think 20, 30 years. I'm not</b></p>	<p style="text-align: right;">157</p> <p>1 Q. Are you a subscriber?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. All right. What is Egg Industry?</p> <p>4 <b>A. It's an industry magazine.</b></p> <p>5 Q. And do you know -- how frequently</p> <p>6 do you get it?</p> <p>7 <b>A. We get it -- I don't get it at my</b></p> <p>8 <b>office, but the main office -- I think it's a</b></p> <p>9 <b>monthly or bimonthly magazine.</b></p> <p>10 Q. Okay. Do you read it?</p> <p>11 <b>A. I haven't for several years.</b></p> <p>12 Q. Okay. But Rose Acres subscribes</p> <p>13 to it?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. Who is the one that typically</p> <p>16 reads it? Do you know?</p> <p>17 <b>A. I guess people around the office</b></p> <p>18 <b>would.</b></p> <p>19 Q. But you don't?</p> <p>20 <b>A. No. I don't -- it don't get sent</b></p> <p>21 <b>to my office, so --</b></p> <p>22 Q. If you would, on the first page</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

41 (Pages 158 to 161)

<p style="text-align: right;">158</p> <p>1 there, it lists the top 11 egg producers, this</p> <p>2 is February 2014?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. It has Rose Acre Farms number of</p> <p>5 hens as of December 31, 2013, 24,600,000; right?</p> <p>6 <b>A. That's what it says.</b></p> <p>7 Q. Right.</p> <p>8 <b>A. That's what the document says.</b></p> <p>9 Q. Do you have any reason to doubt</p> <p>10 the accuracy of that?</p> <p>11 <b>A. Yes. They send me a report to ask</b></p> <p>12 <b>and fill out and we never report our numbers.</b></p> <p>13 Q. So do you know how they would come</p> <p>14 up with 24,600,000?</p> <p>15 <b>A. They would go and do some best</b></p> <p>16 <b>guess estimates from other industry people.</b></p> <p>17 Q. The third place is MOARK, which is</p> <p>18 -- looks like about 8 million hen difference</p> <p>19 there. If your recollection was 22 million or</p> <p>20 so, that would put you in second place in 2014;</p> <p>21 right?</p> <p>22 <b>A. No.</b></p>	<p style="text-align: right;">160</p> <p>1 let me get it for you. I know where it is.</p> <p>2 There you go. So let's look at this listing</p> <p>3 here.</p> <p>4 THE WITNESS: Okay.</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. On this listing, again, it has</p> <p>7 Rose Acre listed as number two based on the</p> <p>8 number of hens; right?</p> <p>9 <b>A. Uh-huh. Yes.</b></p> <p>10 Q. And --</p> <p>11 <b>A. Okay. The Dean Group has</b></p> <p>12 <b>ownership from our understanding in Fremont</b></p> <p>13 <b>Farms -- the number 12 producer, Fremont Farms</b></p> <p>14 Q. Uh-huh.</p> <p>15 <b>A. Number 22, Center Fresh.</b></p> <p>16 There's another -- I'm not</p> <p>17 familiar with the actual name that they call the</p> <p>18 locations, but the Dean Group has -- they're</p> <p>19 very -- they operate different units for various</p> <p>20 reasons. They're not into the public eye.</p> <p>21 They have three locations in Iowa,</p> <p>22 and I'm not sure what the actual corporate</p>
<p style="text-align: right;">159</p> <p>1 Q. Why is that?</p> <p>2 <b>A. Because this is inaccurate.</b></p> <p>3 Q. What is inaccurate about it?</p> <p>4 <b>A. There's several of these farms</b></p> <p>5 <b>that you'll see listed down here all the same</b></p> <p>6 <b>owners, just different names.</b></p> <p>7 Q. Who would that be?</p> <p>8 <b>A. It would be Trillion Farms.</b></p> <p>9 Q. Who are they affiliated with?</p> <p>10 <b>A. The Dean Group. Mid Central</b></p> <p>11 <b>Valley Farms is the Dean Group.</b></p> <p>12 Q. Okay.</p> <p>13 <b>A. And then there's -- if you look --</b></p> <p>14 <b>I'm sure it's listed elsewhere someplace, there</b></p> <p>15 <b>will be -- is there another listing here? I</b></p> <p>16 <b>haven't seen this.</b></p> <p>17 Q. Yeah, actually, let me just turn</p> <p>18 your attention to -- it's about -- it's several</p> <p>19 pages in here, it has a fuller listing. Keep</p> <p>20 going.</p> <p>21 MR. MONICA: Sixth page?</p> <p>22 MR. STUEVE: Yeah. Why don't you</p>	<p style="text-align: right;">161</p> <p>1 names. They keep changing them.</p> <p>2 Q. Any other changes?</p> <p>3 <b>A. Any other what?</b></p> <p>4 Q. Any other discrepancies that you</p> <p>5 think are in here?</p> <p>6 <b>A. Yeah. That could be about right.</b></p> <p>7 <b>It may be.</b></p> <p>8 Q. So is it your -- is it your</p> <p>9 testimony that if you added up the Dean Group</p> <p>10 laying hens, that that would bump you to third</p> <p>11 place rather than second place?</p> <p>12 <b>A. When they've been at various</b></p> <p>13 <b>meetings, they proclaim they're number one. So</b></p> <p>14 <b>they may be, may not. I'm not sure.</b></p> <p>15 Q. Fair to say you're either, as far</p> <p>16 as you know, the second or the third largest?</p> <p>17 <b>A. I comfortably feel we're probably</b></p> <p>18 <b>the third largest. I know they have more than</b></p> <p>19 <b>what we do, so --</b></p> <p>20 Q. Now, is -- is it called Dean</p> <p>21 Group?</p> <p>22 <b>A. I'm not sure -- when I say they</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

42 (Pages 162 to 165)

<p style="text-align: right;">162</p> <p>1 <b>keep changing, it keeps changing. It's hard to</b>  2 <b>pin down. It's a combination of DeCoster, the</b>  3 <b>Dean Group. It's -- I don't know how to explain</b>  4 <b>it. They have various corporate reasons that</b>  5 <b>they list it different ways for different</b>  6 <b>things.</b>  7 Q. Do you know why?  8 <b>A. No.</b>  9 Q. Okay. But if they're listed based  10 on what their corporate structure is, which  11 is -- which does not lump them all together, you  12 would be listed, at least on this list, as  13 number 2; right?  14 MR. BARNES: Object to form.  15 THE WITNESS: Repeat your  16 question.  17 BY MR. STUEVE:  18 Q. So if we just took the corporate  19 structure as identified in our document here,  20 and this is --  21 <b>A. Our company would be bigger than</b>  22 <b>any of their individual listed companies. You</b></p>	<p style="text-align: right;">164</p> <p>1 MR. BARNES: I'm going to object  2 to the form of the question. Again, you're  3 disregarding the prior testimony about the  4 common ownership of the Dean Group.  5 BY MR. STUEVE:  6 Q. You can answer my question.  7 <b>A. Repeat your question.</b>  8 Q. If you use 22 million, which is  9 the best of your recollection, instead of the  10 24 million, the ranking on this list would still  11 have Rose Acre number 2; correct?  12 <b>A. According to the ranking on this</b>  13 <b>list, Rose Acres is listed number 2.</b>  14 Q. It also indicates that in fact  15 Rose Acre was listed as number 2 the year  16 before; correct, if you look at the --  17 <b>A. Is there another listing?</b>  18 Q. It's the page before the page we  19 were just at, up in the right hand column, it  20 has Cal-Maine Foods ranks number 1. Then --  21 then Rose Acre Farm remains in the second spot  22 in the survey this year with 24.6 million hens</p>
<p style="text-align: right;">163</p> <p>1 <b>put their group together as a whole, we would be</b>  2 <b>behind them.</b>  3 Q. Number 3?  4 <b>A. Yes.</b>  5 Q. Now, this indicates Cal-Maine has  6 32 million hens. Do you have any reason to  7 doubt that number?  8 <b>A. That would be a public record they</b>  9 <b>state on their annual report.</b>  10 Q. Where is your total number  11 reflected in your --  12 <b>A. On our flock record weekly.</b>  13 Q. When's the last time you looked at  14 that?  15 <b>A. Last week.</b>  16 Q. What did it show last week?  17 <b>A. I don't recall the exact number.</b>  18 Q. Was it above 22 million?  19 <b>A. Right about there.</b>  20 Q. If it were 22 million instead of  21 24, that would still put you in second place on  22 this ranking; correct?</p>	<p style="text-align: right;">165</p> <p>1 housed slightly from the prior year?  2 <b>A. That's what the document says.</b>  3 Q. Do you remember being ranked as  4 number 2 in 2012?  5 <b>A. I actually don't recall looking at</b>  6 <b>this document in 2012.</b>  7 Q. All right. Why don't we -- it's a  8 good breaking spot here for lunch.  9 MR. BARNES: Fine.  10 MR. STUEVE: Okay?  11 THE VIDEOGRAPHER: This is the end  12 of videotape number 2. Off the record at  13 12:24 p.m.  14 (Whereupon, at 12:24 p.m., a lunch  15 recess was taken.)  16  17  18  19  20  21  22</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

43 (Pages 166 to 169)

<p style="text-align: right;">166</p> <p>1 AFTERNOON SESSION 2 (1:28 p.m.) 3 THE VIDEOGRAPHER: This is the 4 beginning of tape number 3. Back on the record 5 at 1:28 p.m. 6 BY MR. STUEVE: 7 Q. I did a little tidying up over the 8 break. You'll need to put that cell phone down. 9 You're on the record now. Thank you. 10 <b>A. Let me answer this real quick.</b> 11 <b>I had a friend -- he had a stroke.</b> 12 <b>He's paralyzed on one side.</b> 13 Q. Are you ready now? 14 <b>A. Yes.</b> 15 Q. I apologize. We should have 16 checked in with you too. We're back on the 17 record now, we have the videographer going, 18 we've got the court reporter going. You 19 understand you're under oath? 20 <b>A. Yes.</b> 21 Q. Okay. If you could, I tidied up a 22 little bit there. If you could go to Exhibit</p>	<p style="text-align: right;">168</p> <p>1 participation on UEP committees, correct? 2 <b>A. Yes.</b> 3 Q. And your attendance at or 4 participation in any economic summit? 5 <b>A. Yes.</b> 6 Q. Did you participate in an economic 7 summit? 8 <b>A. I attended one or two, maybe.</b> 9 Q. Okay. And so you have information 10 you can testify about on behalf of the company; 11 is that correct? 12 <b>A. Repeat the question.</b> 13 Q. You have information you can 14 testify about on behalf of the company with 15 respect to that topic? 16 MR. MONICA: He's not designated 17 on that topic. He can certainly testify if you 18 ask him questions. 19 MR. STUEVE: Okay. Just so the 20 record is clear, you are not designating him as 21 corporate designee for F; is that correct? 22 That's Mr. Hinton?</p>
<p style="text-align: right;">167</p> <p>1 517, the notice, and turn to topic 20? 2 <b>A. Okay.</b> 3 Q. Your membership in UEP, including, 4 and there's several subtopics there? 5 <b>A. Yes.</b> 6 Q. Now, it is my understanding that 7 you have been designated for some of these, but 8 not all of these; is that correct? 9 <b>A. I think most of these here.</b> 10 Q. Now, it says your decision to join 11 UEP is topic A; right? 12 <b>A. Yes.</b> 13 Q. Your eligibility to join UEP is 14 letter B, right? 15 <b>A. Yes.</b> 16 Q. The years you were a UEP member is 17 C, right? 18 <b>A. Yes.</b> 19 Q. Your attendance at or 20 participation in UEP meetings, right? 21 <b>A. Yes.</b> 22 Q. And then your attendance at or</p>	<p style="text-align: right;">169</p> <p>1 MR. MONICA: That's correct. 2 BY MR. STUEVE: 3 Q. Do you know if Mr. Hinton attended 4 those same summits? 5 <b>A. I don't recollect.</b> 6 Q. Number G, subtopic G, it says, 7 your knowledge of and participation in any 8 industry or collective efforts to decrease the 9 egg supply or raise the price of eggs and egg 10 products. Do you see that? 11 <b>A. What is your question?</b> 12 Q. Did you see that topic? 13 <b>A. Yes.</b> 14 MR. BARNES: He's talking about G. 15 THE WITNESS: I see what G says. 16 BY MR. STUEVE: 17 Q. It says, including through early 18 or coordinated moults, changes to flock disposal 19 or flock kills, changes to chick placement or 20 hatch, hen house vacancies, reduction or 21 elimination of back billing and/or other layer 22 or hen reductions. Do you see that?</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

44 (Pages 170 to 173)

<p style="text-align: right;">170</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. All right. And do you have any</p> <p>3 knowledge concerning topic G?</p> <p>4 <b>A. Somewhat, yes.</b></p> <p>5 Q. You do?</p> <p>6 <b>A. Yeah.</b></p> <p>7 Q. Are you prepared to testify about</p> <p>8 that today?</p> <p>9 <b>A. Yes.</b></p> <p>10 MR. MONICA: Again, he's not</p> <p>11 designated, but you're free to ask him.</p> <p>12 BY MR. STUEVE:</p> <p>13 Q. Now, if -- if we could, first of</p> <p>14 all, I would like -- when did Rose Acre join</p> <p>15 United Egg Producers?</p> <p>16 <b>A. Sometime in 2002.</b></p> <p>17 Q. 2002?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. You remember that Egg Industry</p> <p>20 chart that we looked at earlier with all those</p> <p>21 egg producers?</p> <p>22 <b>A. Yes.</b></p>	<p style="text-align: right;">172</p> <p>1 have any involvement with United Egg Producers?</p> <p>2 <b>A. Very little, if any.</b></p> <p>3 Q. Did it ever attend its annual</p> <p>4 meetings?</p> <p>5 <b>A. Not that I'm -- may have. Someone</b></p> <p>6 <b>may have, but not aware who would have or not</b></p> <p>7 <b>have at the time.</b></p> <p>8 Q. But you do -- it may have occurred</p> <p>9 at one or more of the --</p> <p>10 <b>A. Someone may have been to one.</b></p> <p>11 Q. Okay.</p> <p>12 <b>A. But I don't recollect anyone</b></p> <p>13 <b>specifically going to them before that.</b></p> <p>14 Q. Okay. Had you been asked to join</p> <p>15 United Egg Producers before 2002?</p> <p>16 <b>A. Yeah. For many years.</b></p> <p>17 Q. And who was the person that had</p> <p>18 asked for many years for Rose Acre to join</p> <p>19 United Egg Producers?</p> <p>20 <b>A. Originally, Al Pope. Then it was</b></p> <p>21 <b>the Gregories, Chad and Gene. And then through</b></p> <p>22 <b>the years, others.</b></p>
<p style="text-align: right;">171</p> <p>1 Q. Nearly all of them are members of</p> <p>2 United Egg Producers; correct?</p> <p>3 MR. BARNES: If he knows.</p> <p>4 THE WITNESS: Which list are you</p> <p>5 referring to?</p> <p>6 BY MR. STUEVE:</p> <p>7 Q. The Egg Industry list where you</p> <p>8 were ranked number two?</p> <p>9 <b>A. I would have to look through the</b></p> <p>10 <b>individual names to see who is listed.</b></p> <p>11 MR. BARNES: Do you want me to</p> <p>12 show it to him?</p> <p>13 MR. STUEVE: Let me ask you this.</p> <p>14 We'll come back to that later.</p> <p>15 BY MR. STUEVE:</p> <p>16 Q. But is it your understanding that</p> <p>17 a substantial number of the larger egg producers</p> <p>18 belong to United Egg Producers?</p> <p>19 <b>A. I would say a majority of those</b></p> <p>20 <b>producers listed belong. I don't know the exact</b></p> <p>21 <b>percentage.</b></p> <p>22 Q. Now, prior to 2002, did Rose Acre</p>	<p style="text-align: right;">173</p> <p>1 Q. Okay.</p> <p>2 <b>A. Different industry people had</b></p> <p>3 <b>asked us to join.</b></p> <p>4 Q. And why had Rose Acre historically</p> <p>5 not elected to join United Egg Producers?</p> <p>6 <b>A. Because they instigated several</b></p> <p>7 <b>lawsuits against us.</b></p> <p>8 Q. All right. And when did those</p> <p>9 lawsuits occur?</p> <p>10 <b>A. '80s.</b></p> <p>11 Q. All right. And United Egg</p> <p>12 Producers sued Rose Acre?</p> <p>13 <b>A. No.</b></p> <p>14 Q. Who instigated the lawsuits?</p> <p>15 <b>A. I think their law firm did through</b></p> <p>16 <b>organizing various groups of various regional</b></p> <p>17 <b>co-op producers that sued us.</b></p> <p>18 Q. Okay. But you believe that -- at</p> <p>19 least Rose Acre believed that UEP's outside</p> <p>20 counsel was behind that, those efforts?</p> <p>21 <b>A. Their name was on some of the</b></p> <p>22 <b>documents I've seen.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

45 (Pages 174 to 177)

<p style="text-align: right;">174</p> <p>1 Q. But to understand your testimony,</p> <p>2 as I understand it, Rose Acre, your company, had</p> <p>3 elected not to join United Egg Producers because</p> <p>4 at least you believed United Egg Producers was</p> <p>5 behind lawsuits instigated against Rose Acre in</p> <p>6 the 1980s; is that correct?</p> <p>7 <b>A. Repeat your question?</b></p> <p>8 MR. STUEVE: Read it back?</p> <p>9 (The record was read as</p> <p>10 requested.)</p> <p>11 THE WITNESS: No. I don't think</p> <p>12 United Egg Producers as an entity was ever the</p> <p>13 one that pushed the lawsuit against us. I</p> <p>14 believe that lots of their members under -- when</p> <p>15 they had their meetings would go there and</p> <p>16 that's what started the lawsuits against us. I</p> <p>17 have no firsthand knowledge other than knowing</p> <p>18 that when some of the records of the courts I</p> <p>19 saw the Isaacson law firm was part of the</p> <p>20 original documentation, where they filed suits</p> <p>21 against us.</p> <p>22 BY MR. STUEVE:</p>	<p style="text-align: right;">176</p> <p>1 <b>were the original instigator.</b></p> <p>2 Q. This is the Brann &amp; Isaacson firm?</p> <p>3 <b>A. Yes, again, our understanding -- I</b></p> <p>4 <b>don't know if I read this, remembered, at some</b></p> <p>5 <b>point in time, they dropped out of it, all the</b></p> <p>6 <b>Plaintiffs got other law firms to represent the</b></p> <p>7 <b>different groups.</b></p> <p>8 Q. And these Plaintiffs were egg</p> <p>9 producers that were members of UEP; is that</p> <p>10 correct?</p> <p>11 <b>A. Correct.</b></p> <p>12 Q. What lawsuits --</p> <p>13 <b>A. Let me correct. They were members</b></p> <p>14 <b>of different regional United Egg Producers.</b></p> <p>15 <b>There used to be multiple United Egg Producers,</b></p> <p>16 <b>Midwest group, a Northeast group, a Southeast --</b></p> <p>17 Q. There was one United Egg Producers</p> <p>18 organization, but they were broken up into</p> <p>19 regions; correct?</p> <p>20 <b>A. Correct.</b></p> <p>21 Q. And so these were members of UEP's</p> <p>22 regional organization that sued Rose Acre; is</p>
<p style="text-align: right;">175</p> <p>1 Q. So you believed some of the</p> <p>2 members of UEP when they were at UEP meetings</p> <p>3 worked together to institute these lawsuits; is</p> <p>4 that correct, sir?</p> <p>5 <b>A. Yes.</b></p> <p>6 Q. All right. And these were egg</p> <p>7 producers that were members of United Egg</p> <p>8 Producers in the 1980s; is that correct, sir?</p> <p>9 <b>A. Correct.</b></p> <p>10 Q. What were the lawsuits that you</p> <p>11 believe these United Egg Producer members</p> <p>12 coordinated and brought against Rose Acre in the</p> <p>13 1980s?</p> <p>14 <b>A. There were three different</b></p> <p>15 <b>lawsuits, all filed by multiple producers in</b></p> <p>16 <b>multiple states. There were three different</b></p> <p>17 <b>groups. And they were suing us because we were</b></p> <p>18 <b>selling our eggs too cheap.</b></p> <p>19 Q. And it was the UEP outside counsel</p> <p>20 that was the one that was instigating the</p> <p>21 lawsuits as far as the law firm; is that right?</p> <p>22 <b>A. That is my recollection. They</b></p>	<p style="text-align: right;">177</p> <p>1 that correct?</p> <p>2 <b>A. Yeah, I'm not 100 percent privy to</b></p> <p>3 <b>what the organization behind all this.</b></p> <p>4 Q. But that was your understanding,</p> <p>5 correct?</p> <p>6 <b>A. Yes. We were not one of the</b></p> <p>7 <b>joiners.</b></p> <p>8 Q. You were not even a member of UEP;</p> <p>9 right?</p> <p>10 <b>A. Correct.</b></p> <p>11 Q. And so what laws were they suing</p> <p>12 Rose Acre under?</p> <p>13 <b>A. What specific law?</b></p> <p>14 Q. Yes.</p> <p>15 <b>A. Robinson-Patman Act.</b></p> <p>16 Q. Okay?</p> <p>17 <b>A. And the Sherman.</b></p> <p>18 Q. How long did those lawsuits go on</p> <p>19 between Rose Acre and these UEP members?</p> <p>20 <b>A. Memory says 8, 10 years.</b></p> <p>21 Q. Okay. Were they in different</p> <p>22 parts of the country?</p>

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

46 (Pages 178 to 181)

<p style="text-align: right;">178</p> <p>1       <b>A. Yes.</b></p> <p>2       Q. Where were they?</p> <p>3       <b>A. One in California on the West</b></p> <p>4 <b>Coast. One in the Northeast. And one in the</b></p> <p>5 <b>Midwest.</b></p> <p>6       Q. Where was the one in the Midwest?</p> <p>7       <b>A. That was the famously known Double</b></p> <p>8 <b>A Poultry case.</b></p> <p>9       Q. Okay. Were they alleging that you</p> <p>10 were using below cost pricing to drive</p> <p>11 competitors out of business?</p> <p>12       <b>A. We had cheaper production costs</b></p> <p>13 <b>and we get to market, you know, sell them or</b></p> <p>14 <b>smell them. And you know, we were -- we would</b></p> <p>15 <b>go in and offer prices to their customers and</b></p> <p>16 <b>their customers would switch and they sued us</b></p> <p>17 <b>for it.</b></p> <p>18       Q. Just generally, when you mentioned</p> <p>19 the Robinson-Patman, was -- the claim was</p> <p>20 predatory pricing, that you were pricing your</p> <p>21 eggs below cost to drive businesses out?</p> <p>22       <b>A. I don't recollect it, I'm not a</b></p>	<p style="text-align: right;">180</p> <p>1 correct?</p> <p>2       <b>A. Correct.</b></p> <p>3       Q. And then what happened after that?</p> <p>4       <b>A. Went through multiple appeals, and</b></p> <p>5 <b>we ultimately succeeded in all the appeals.</b></p> <p>6       MR. MONICA: Put your mic on.</p> <p>7       MR. STUEVE: Could you hear me?</p> <p>8 Okay. I've not been accused of being quiet,</p> <p>9 so --</p> <p>10 BY MR. STUEVE:</p> <p>11       Q. So as a result of these lawsuits</p> <p>12 that you believed were coordinated by UEP</p> <p>13 members, the company decided not to join UEP; is</p> <p>14 that right?</p> <p>15       <b>A. No way.</b></p> <p>16       Q. And then in 2002, though, UEP</p> <p>17 decided -- excuse me, Rose Acre decided to join</p> <p>18 UEP; is that right?</p> <p>19       <b>A. Yes.</b></p> <p>20       Q. And let me show you -- it wasn't</p> <p>21 just the lawsuit that was concerning to Rose</p> <p>22 Acre, was it, why you didn't join UEP?</p>
<p style="text-align: right;">179</p> <p>1 <b>lawyer, but there was something in that relative</b></p> <p>2 <b>to that.</b></p> <p>3       Q. The issue with your pricing was it</p> <p>4 was too low and it was driving them out of</p> <p>5 business; fair enough?</p> <p>6       <b>A. Yeah. We was making money.</b></p> <p>7       Q. Okay. Now, whatever happened --</p> <p>8 were those case -- were the cases ultimately</p> <p>9 resolved?</p> <p>10       <b>A. Yes.</b></p> <p>11       Q. How were they resolved? Was there</p> <p>12 a trial?</p> <p>13       <b>A. There was a trial.</b></p> <p>14       Q. Okay.</p> <p>15       <b>A. Jury verdict was awarded against</b></p> <p>16 <b>us, and then the verdict was set aside and</b></p> <p>17 <b>overturned by the judge that run the case.</b></p> <p>18       Q. Was that just one jury trial?</p> <p>19       <b>A. Yes.</b></p> <p>20       Q. All right. And so the jury</p> <p>21 rendered a verdict against Rose Acre and then</p> <p>22 the judge set that verdict aside; is that</p>	<p style="text-align: right;">181</p> <p>1       <b>A. Why we didn't join UEP?</b></p> <p>2       Q. Yeah.</p> <p>3       <b>A. Well -- we joined right after we</b></p> <p>4 <b>had our transformers, our -- we had facilities</b></p> <p>5 <b>that lost their electricity from the animal</b></p> <p>6 <b>rights activists, we had feed trucks burned up,</b></p> <p>7 <b>we had water facilities destroyed.</b></p> <p>8       Q. That wasn't my question. The only</p> <p>9 other reason why in the '80s and '90s that you</p> <p>10 did not join UEP wasn't just because of the</p> <p>11 lawsuits back in the '80s; correct?</p> <p>12       <b>A. That was the main reason.</b></p> <p>13       Q. Your mom actually believed that</p> <p>14 UEP was engaged in shady deals; right?</p> <p>15       <b>A. Well, because of the lawsuits</b></p> <p>16 <b>filed against us, I mean, I don't trust them. I</b></p> <p>17 <b>never have trusted some of the top people at</b></p> <p>18 <b>UEP.</b></p> <p>19       Q. Who in particular have you never</p> <p>20 trusted?</p> <p>21       <b>A. Al Pope.</b></p> <p>22       Q. Anyone else?</p>

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

47 (Pages 182 to 185)

<p style="text-align: right;">182</p> <p>1 <b>A. I don't know. For many years,</b>  2 <b>they were part of the enemy, you know.</b>  3 Q. What about the Gregories?  4 <b>A. I wouldn't trust them any farther</b>  5 <b>than I could throw them. I hate to say that</b>  6 <b>about people, but --</b>  7 <b>(Rust Exhibit Number 524 was</b>  8 <b>marked for identification.)</b>  9 BY MR. STUEVE:  10 Q. I'll show you what's been marked  11 as Exhibit 524. Did you review that document in  12 preparation for your deposition today?  13 MS. REDDING: Can we get the Bates  14 number?  15 MR. STUEVE: Yeah, RA 7634.  16 MR. MONICA: 67634.  17 MR. STUEVE: Excuse me, RA  18 0067634.  19 MS. REDDING: Thank you.  20 MR. STUEVE: There's a backside to  21 it, it's -- the last three digits are 635.  22 BY MR. STUEVE:</p>	<p style="text-align: right;">184</p> <p>1 correctly; right?  2 <b>A. If you got sued by three different</b>  3 <b>groups of producers, you would think it was</b>  4 <b>shady, too.</b>  5 Q. I just asked you -- I just want to  6 make sure that I read -- in her note there?  7 <b>A. That's what she says.</b>  8 Q. Okay. That would be consistent  9 with your testimony earlier that not just you,  10 but others at Rose Acre distrusted UEP?  11 <b>A. Yes.</b>  12 Q. All right. Now, show you what's  13 been marked as 316. This has been marked  14 before. This was previously marked Depo Exhibit  15 316 at the Gene Gregory deposition. This  16 appears to be a presentation that was presented  17 to Rose Acre Farms from -- by UEP, it says a  18 membership opportunity presented by UEP and  19 Midwest UEP to Rose Acre Farms. Do you see  20 that?  21 <b>A. Yes.</b>  22 Q. Do you remember seeing this</p>
<p style="text-align: right;">183</p> <p>1 Q. This is your mother's handwriting;  2 correct, sir?  3 <b>A. Yes.</b>  4 Q. And KY would be KY Hendrix; right?  5 <b>A. Right, that would be my</b>  6 <b>brother-in-law.</b>  7 Q. And this is dated May 27, '99;  8 right?  9 <b>A. Yes.</b>  10 Q. All right. And the last paragraph  11 there, it says, quite frankly, a generation ago,  12 there used to be really good people in the  13 industry. Now all they want to do is to play  14 golf and have cocktail parties and pull shady  15 deals?  16 <b>A. We have several family members</b>  17 <b>that are very untrusting of everything that the</b>  18 <b>United Egg Producers did up to that point. We</b>  19 <b>paid out millions of dollars in attorney fees</b>  20 <b>fighting them bastards and what they did to us.</b>  21 Q. And when you -- when your mom was  22 referring to pull shady deals, I read that</p>	<p style="text-align: right;">185</p> <p>1 document?  2 <b>A. I remember seeing it. I can't</b>  3 <b>qualify when and where.</b>  4 Q. If you would, it identifies some  5 of the benefits over on the second page, it  6 says, because UEP's voice has been heard and  7 many major accomplishments have occurred over  8 the last 25 years, accomplishments such as, and  9 the first one is, offered voluntary supply,  10 demand, and price discovery programs. Do you  11 see that?  12 <b>A. Yeah.</b>  13 Q. Now, you understood before you  14 joined UEP that they were engaged in coordinated  15 activities that restricted the supply of eggs to  16 boost prices; correct?  17 MR. BARNES: Object to the form of  18 your question.  19 THE WITNESS: Repeat your  20 question.  21 MR. STUEVE: Read it back.  22 (The record was read as</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

48 (Pages 186 to 189)

<p style="text-align: right;">186</p> <p>1 requested.)</p> <p>2 THE WITNESS: Because we were not</p> <p>3 members, I have no idea what they engaged in.</p> <p>4 We only had what they suspected and heard that</p> <p>5 they did.</p> <p>6 BY MR. STUEVE:</p> <p>7 Q. And one of the suspicions is that</p> <p>8 they were coordinating egg producers to restrict</p> <p>9 the supply of eggs?</p> <p>10 <b>A. If you got sued three times, would</b></p> <p>11 <b>you think that they were coordinating against</b></p> <p>12 <b>you?</b></p> <p>13 Q. Let me ask my question. Is one of</p> <p>14 the things that you were --</p> <p>15 <b>A. You don't understand, I am pissed</b></p> <p>16 <b>about being drug into this God damn lawsuit when</b></p> <p>17 <b>we done nothing. Nothing.</b></p> <p>18 Q. Mr. Rust, you'll need to relax and</p> <p>19 if you just answer my questions, sir.</p> <p>20 <b>A. Okay.</b></p> <p>21 Q. Is one of the things that you were</p> <p>22 suspicious of, prior to joining UEP, is that UEP</p>	<p style="text-align: right;">188</p> <p>1 <b>A. Let me restate. There was family</b></p> <p>2 <b>members that were very suspicious of the whole</b></p> <p>3 <b>thing, but --</b></p> <p>4 Q. And the reason why they were</p> <p>5 suspicious is that they believed it was --</p> <p>6 <b>A. Of what had happened to us in the</b></p> <p>7 <b>past.</b></p> <p>8 Q. They believed that under the guise</p> <p>9 or the pretense of animal welfare, they were</p> <p>10 restricting the supply of eggs to boost prices;</p> <p>11 correct, sir?</p> <p>12 MR. BARNES: Objection.</p> <p>13 THE WITNESS: You have to repeat</p> <p>14 your question.</p> <p>15 MR. STUEVE: Can you read it back?</p> <p>16 (The record was read as</p> <p>17 requested.)</p> <p>18 MR. BARNES: Same objection.</p> <p>19 THE WITNESS: Repeat it, please.</p> <p>20 (The record was read as</p> <p>21 requested.)</p> <p>22 THE WITNESS: Who is they?</p>
<p style="text-align: right;">187</p> <p>1 was coordinating egg producers to restrict the</p> <p>2 supply of eggs to boost prices?</p> <p>3 <b>A. We were suspicious.</b></p> <p>4 Q. And another thing that you were</p> <p>5 suspicious of is that in fact they were using</p> <p>6 the animal welfare or certified program as a way</p> <p>7 to reduce the supply of eggs and boost prices;</p> <p>8 correct, sir?</p> <p>9 <b>A. No.</b></p> <p>10 MR. BARNES: Object to form.</p> <p>11 BY MR. STUEVE:</p> <p>12 Q. You didn't have that suspicion,</p> <p>13 sir?</p> <p>14 <b>A. I didn't have that suspicion of</b></p> <p>15 <b>that program.</b></p> <p>16 Q. No one at Rose Acre had that</p> <p>17 suspicion?</p> <p>18 MR. BARNES: Object to form.</p> <p>19 THE WITNESS: No.</p> <p>20 BY MR. STUEVE:</p> <p>21 Q. You were aware or certainly had</p> <p>22 suspicions?</p>	<p style="text-align: right;">189</p> <p>1 BY MR. STUEVE:</p> <p>2 Q. Some of your family members were</p> <p>3 suspicious of that?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. All right. Now, prior to joining</p> <p>6 UEP -- first of all, whose decision was it to</p> <p>7 join UEP?</p> <p>8 <b>A. Mine.</b></p> <p>9 Q. Did you make inquiry of UEP before</p> <p>10 you joined to -- and ask them, were they engaged</p> <p>11 in coordinated activities to reduce the supply</p> <p>12 of eggs to boost prices?</p> <p>13 <b>A. Repeat your question.</b></p> <p>14 MR. STUEVE: Read it back.</p> <p>15 (The record was read as</p> <p>16 requested.)</p> <p>17 THE WITNESS: My mind is spinning.</p> <p>18 Please read it again.</p> <p>19 (The record was read as</p> <p>20 requested.)</p> <p>21 THE WITNESS: No, I did not ask</p> <p>22 them that question.</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

49 (Pages 190 to 193)

<p style="text-align: right;">190</p> <p>1 BY MR. STUEVE:</p> <p>2 Q. Did you ask them whether or not</p> <p>3 they were using the animal welfare program as a</p> <p>4 pretense to restrict the supply of eggs and</p> <p>5 boost prices?</p> <p>6 <b>A. Our understanding from our</b></p> <p>7 <b>customers, we had many customers that were</b></p> <p>8 <b>specifying that we had to be part of the animal</b></p> <p>9 <b>welfare program, because the only reason we ever</b></p> <p>10 <b>joined the UEP animal certified program, and</b></p> <p>11 <b>when we joined the animal care certified</b></p> <p>12 <b>program, we made damn sure some of our people</b></p> <p>13 <b>was going to sit on some of those committees</b></p> <p>14 <b>that was going to make the rules up to govern</b></p> <p>15 <b>us.</b></p> <p>16 MR. STUEVE: I move to strike the</p> <p>17 answer as nonresponsive. Read back the</p> <p>18 question.</p> <p>19 MR. BARNES: The answer was</p> <p>20 totally responsive. We'll argue the motion.</p> <p>21 MR. STUEVE: Please just listen to</p> <p>22 my question and answer, please, sir.</p>	<p style="text-align: right;">192</p> <p>1 time?</p> <p>2 MR. BARNES: Objection. Assumes</p> <p>3 facts not in evidence.</p> <p>4 THE WITNESS: I'm not aware of a</p> <p>5 supply restriction program.</p> <p>6 BY MR. STUEVE:</p> <p>7 Q. Did you become aware of supply</p> <p>8 restriction programs to boost prices after you</p> <p>9 joined?</p> <p>10 <b>A. There was never a supply</b></p> <p>11 <b>restriction program implemented. There was only</b></p> <p>12 <b>an animal welfare program that reduced the</b></p> <p>13 <b>square inches per chicken. It was a voluntary</b></p> <p>14 <b>program that people went into. We were able to</b></p> <p>15 <b>build however many chicken houses we wanted. We</b></p> <p>16 <b>made sure -- we expanded every year.</b></p> <p>17 Q. Sir, did you become aware when you</p> <p>18 joined UEP that UEP was engaged in decreasing</p> <p>19 the egg supply through industry-wide early kills</p> <p>20 and early moults?</p> <p>21 <b>A. UEP has always done this voluntary</b></p> <p>22 <b>program where they would publish this</b></p>
<p style="text-align: right;">191</p> <p>1 (The record was read as</p> <p>2 requested.)</p> <p>3 MR. BARNES: Objection. Asked and</p> <p>4 answered.</p> <p>5 THE WITNESS: I did not ask them</p> <p>6 that question.</p> <p>7 BY MR. STUEVE:</p> <p>8 Q. All right. Now, who is the person</p> <p>9 that you met with when you communicated your</p> <p>10 decision on behalf of Rose Acre to join UEP?</p> <p>11 <b>A. Probably Gene or Chad at that</b></p> <p>12 <b>time.</b></p> <p>13 Q. All right. Did they provide you</p> <p>14 any written materials?</p> <p>15 <b>A. I recollect, you know, we made --</b></p> <p>16 <b>they provided -- we had to sign a thing that we</b></p> <p>17 <b>was an egg producer and we was a farmer and we</b></p> <p>18 <b>had to make sure that we qualified to be part of</b></p> <p>19 <b>their co-op group.</b></p> <p>20 Q. Do you remember them providing you</p> <p>21 any information about the supply restriction</p> <p>22 programs that they were implementing at the</p>	<p style="text-align: right;">193</p> <p>1 <b>information that would say, there's X amount of</b></p> <p>2 <b>chickens, X amount of egg supply. The demand</b></p> <p>3 <b>for this time period is going to be this and</b></p> <p>4 <b>they did that for their members. We never, ever</b></p> <p>5 <b>participated in those programs because we're a</b></p> <p>6 <b>breaker. Breakers don't ever reduce their</b></p> <p>7 <b>supply. You break for the maximum to get the</b></p> <p>8 <b>maximum volume you can through your facilities.</b></p> <p>9 Q. Were you aware of those</p> <p>10 coordinated efforts by UEP concerning early</p> <p>11 moults and early kills prior to joining UEP?</p> <p>12 MR. BARNES: Object to the form of</p> <p>13 the question. Assumes there were coordinated</p> <p>14 efforts.</p> <p>15 BY MR. STUEVE:</p> <p>16 Q. Go ahead and answer my question.</p> <p>17 <b>A. I was not aware of any coordinated</b></p> <p>18 <b>efforts. You only heard about stuff after the</b></p> <p>19 <b>fact.</b></p> <p>20 Q. Were you aware, though, hearing</p> <p>21 stuff after the fact, before you joined UEP,</p> <p>22 that UEP was attempting to coordinate early</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

50 (Pages 194 to 197)

<p style="text-align: right;">194</p> <p>1 moults and early kills prior to joining UEP?</p> <p>2 MR. BARNES: Object to the form.</p> <p>3 THE WITNESS: I have no firsthand</p> <p>4 knowledge of anything before we joined UEP.</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. Now, with respect to -- were you</p> <p>7 aware before joining UEP that UEP and then USEM</p> <p>8 attempted to decrease the supply of eggs and</p> <p>9 boost prices by dumping eggs in foreign markets?</p> <p>10 MR. BARNES: Object to form.</p> <p>11 THE WITNESS: Repeat the question.</p> <p>12 (The record was read as</p> <p>13 requested.)</p> <p>14 MR. STUEVE: I'll redo it.</p> <p>15 These acronyms are tough.</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. Were you aware prior to joining</p> <p>18 UEP that UEP and USEM reduced the supply of eggs</p> <p>19 in an attempt to boost prices by dumping eggs in</p> <p>20 foreign markets?</p> <p>21 MR. BARNES: Object to form.</p> <p>22 Calls for a hypothetical. Assumes facts not in</p>	<p style="text-align: right;">196</p> <p>1 THE WITNESS: I never heard it</p> <p>2 that way.</p> <p>3 BY MR. STUEVE:</p> <p>4 Q. Well, what was the rumor that you</p> <p>5 heard about the dumping of eggs in foreign</p> <p>6 markets?</p> <p>7 MR. BARNES: Objection. Calls for</p> <p>8 speculation.</p> <p>9 THE WITNESS: I only heard --</p> <p>10 anything I would know was only hearsay.</p> <p>11 BY MR. STUEVE:</p> <p>12 Q. And what was that hearsay that you</p> <p>13 heard?</p> <p>14 <b>A. That US Egg Marketers had sold</b></p> <p>15 <b>eggs at prices below the prices in the other</b></p> <p>16 <b>countries. I heard from the other producers in</b></p> <p>17 <b>the other country why they sold them cheaper</b></p> <p>18 <b>than what their production cost was.</b></p> <p>19 Q. And why was that?</p> <p>20 <b>A. In Europe, they have animal</b></p> <p>21 <b>welfare rules, they have to give 124 square</b></p> <p>22 <b>inches per chicken, so their cost of production</b></p>
<p style="text-align: right;">195</p> <p>1 evidence.</p> <p>2 THE WITNESS: I'm not aware of</p> <p>3 what they did before we joined US Egg Marketers.</p> <p>4 You heard rumors, but I don't know anything</p> <p>5 factual.</p> <p>6 BY MR. STUEVE:</p> <p>7 Q. The rumors you heard were that, in</p> <p>8 fact, they were coordinating exports and dumping</p> <p>9 eggs in foreign markets in order to boost</p> <p>10 domestic prices; correct?</p> <p>11 MR. BARNES: Objection.</p> <p>12 THE WITNESS: Repeat.</p> <p>13 MR. STUEVE: Read it back to him.</p> <p>14 (The record was read as</p> <p>15 requested.)</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. You were aware -- the rumors --</p> <p>18 the rumors you had heard were that UEP, USEM</p> <p>19 were coordinating exports to dump eggs in</p> <p>20 foreign markets in order to boost domestic egg</p> <p>21 prices; correct?</p> <p>22 MR. BARNES: Objection.</p>	<p style="text-align: right;">197</p> <p>1 is much higher than what the production was</p> <p>2 here. So they viewed all the eggs being sold in</p> <p>3 Europe as being dumped there because we was able</p> <p>4 to produce eggs at 45 inches at the time and</p> <p>5 ship them to Europe, and had half the capital</p> <p>6 cost and equipment and facilities what the</p> <p>7 European law was, because they wasn't allowed to</p> <p>8 do it. So our prices going to Europe were</p> <p>9 cheaper than what they could produce them there</p> <p>10 for.</p> <p>11 Q. But you understood that what was</p> <p>12 happening was USEM was dumping those eggs in</p> <p>13 foreign markets at a loss to the producers here</p> <p>14 domestically with the hope that it would boost</p> <p>15 the overall domestic price of eggs; correct?</p> <p>16 MR. BARNES: Objection.</p> <p>17 THE WITNESS: Repeat your question</p> <p>18 again.</p> <p>19 BY MR. STUEVE:</p> <p>20 Q. We'll get into some of the</p> <p>21 documents. I believe you're the one that uses</p> <p>22 the term dumping, but you had heard rumors</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

51 (Pages 198 to 201)

<p style="text-align: right;">198</p> <p>1 before you joined UEP that USEM was dumping eggs 2 in foreign markets to boost domestic egg prices; 3 correct, sir?</p> <p>4 MR. BARNES: Same objection.</p> <p>5 THE WITNESS: See, they were in a 6 war against the egg breaking industry in the 7 United States. The egg breaking industry in the 8 United States was offering prices far less than 9 what the USEM egg marketers were even selling at 10 for the eggs, but no one was selling. So the US 11 Egg Marketers group from outside looking in, 12 they were going out and offering large 13 quantities of eggs, taking them away from the 14 breakers who were trying to steal them to go 15 someplace else with them.</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. So the answer is you understood 18 that in fact UEP, USEM was coordinating exports 19 to foreign markets in order to boost domestic 20 egg prices; correct, sir?</p> <p>21 MR. BARNES: Objection. Asked and 22 answered. He just answered.</p>	<p style="text-align: right;">200</p> <p>1 Q. You certainly --</p> <p>2 <b>A. You twisted the words a little bit</b> 3 <b>and made it one way and the other and my</b> 4 <b>knowledge is, I heard this, but I never heard</b> 5 <b>that part of it.</b></p> <p>6 Q. Let me just be clear. 7 Is it your testimony you never 8 heard that USEM, UEP was dumping eggs at a loss 9 in foreign markets to boost domestic egg prices 10 before you joined UEP, USEM?</p> <p>11 MR. BARNES: Same objection.</p> <p>12 THE WITNESS: If you take 13 everything you said there, I never heard it in 14 those exact terms. No.</p> <p>15 BY MR. STUEVE:</p> <p>16 Q. But is that the basic --</p> <p>17 <b>A. I was told by foreign producers</b> 18 <b>when I went to a meeting that eggs was coming</b> 19 <b>into their countries from the United -- US Egg</b> 20 <b>Marketing group at prices cheaper than what they</b> 21 <b>were in their countries and caused their markets</b> 22 <b>to go down.</b></p>
<p style="text-align: right;">199</p> <p>1 THE WITNESS: Repeat your question 2 again.</p> <p>3 MR. STUEVE: If you could read it 4 back to him.</p> <p>5 (The record was read as 6 requested.)</p> <p>7 MR. BARNES: Objection. Asked and 8 answered. You've asked it a dozen times. You 9 don't like his answer. So I'll make my 10 objection again. If you can answer it, 11 Mr. Rust, please go ahead and do so.</p> <p>12 THE WITNESS: Don't hit me.</p> <p>13 MR. STUEVE: Read it back to him, 14 please.</p> <p>15 (The record was read as 16 requested.)</p> <p>17 MR. BARNES: I'll just say same 18 objection.</p> <p>19 THE WITNESS: I can't really 20 answer that by the way -- I never heard the 21 context of what you're saying.</p> <p>22 BY MR. STUEVE:</p>	<p style="text-align: right;">201</p> <p>1 Q. And in fact, sir, though, when you 2 joined UEP, USEM, and you in fact engaged in 3 exports with USEM, you became aware of the fact 4 that USEM was coordinating exports at a loss, 5 dumping those eggs in foreign markets in order 6 to boost domestic egg prices; correct?</p> <p>7 MR. BARNES: Objection. No 8 foundation. You may answer. Go ahead.</p> <p>9 THE WITNESS: To my knowledge, it 10 wasn't at a loss, though. It was at a better 11 price than they could get from US domestic egg 12 breaking market. That was their option.</p> <p>13 BY MR. STUEVE:</p> <p>14 Q. It is your testimony that you did 15 not understand that your company and the others 16 who participated in the export were actually 17 doing so at a loss?</p> <p>18 <b>A. We was able to break eggs, and</b> 19 <b>whenever we sold eggs -- every Monday morning,</b> 20 <b>we made a decision whether we broke eggs or</b> 21 <b>graded eggs. And we always sold -- it wasn't</b> 22 <b>necessarily what a loss was. It was what you</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

52 (Pages 202 to 205)

<p style="text-align: right;">202</p> <p>1 <b>got the most revenue from doing.</b></p> <p>2 Q. Sir, is it your testimony that you</p> <p>3 were not aware that your company and other</p> <p>4 companies who were participating in the USEM</p> <p>5 exports were doing so at a loss, those eggs were</p> <p>6 dumped in these foreign markets in order to</p> <p>7 boost domestic egg prices?</p> <p>8 MR. BARNES: Object to form.</p> <p>9 THE WITNESS: I still don't follow</p> <p>10 where -- what you're exactly saying.</p> <p>11 BY MR. STUEVE:</p> <p>12 Q. Sir, let me show you what's been</p> <p>13 marked as 319. Is this the signed membership</p> <p>14 agreement with United Egg Producers in 2002?</p> <p>15 <b>A. Yes.</b></p> <p>16 MR. BARNES: Excuse me, Pat,</p> <p>17 you're not renumbering these, are you?</p> <p>18 MR. STUEVE: No. It's 319.</p> <p>19 BY MR. STUEVE:</p> <p>20 Q. Now, when Rose Acre joined the UEP</p> <p>21 in 2002, it immediately had several of its</p> <p>22 members participating in various committees, as</p>	<p style="text-align: right;">204</p> <p>1 MR. BARNES: So -- just so the</p> <p>2 record is clear, Pat, this is a document that</p> <p>3 your law firm prepared.</p> <p>4 MR. STUEVE: It's a summary. Yep.</p> <p>5 Demonstrative summary. I want to go through</p> <p>6 this.</p> <p>7 BY MR. STUEVE:</p> <p>8 Q. In 2002, that's the year you</p> <p>9 joined; right?</p> <p>10 <b>A. Correct.</b></p> <p>11 Q. You would have been a member of</p> <p>12 the Board; right?</p> <p>13 <b>A. Correct.</b></p> <p>14 Q. KY Hendrix would have been a</p> <p>15 member of the producer committee for animal</p> <p>16 welfare?</p> <p>17 <b>A. Correct.</b></p> <p>18 Q. Greg Hinton would have been on</p> <p>19 the marketing and price discovery committee,</p> <p>20 correct?</p> <p>21 <b>A. Right.</b></p> <p>22 Q. And Carol Hale would have been on</p>
<p style="text-align: right;">203</p> <p>1 well as the Board; correct?</p> <p>2 <b>A. Correct.</b></p> <p>3 Q. And that was true up until today;</p> <p>4 correct, sir?</p> <p>5 <b>A. Correct.</b></p> <p>6 Q. You have been a Board member since</p> <p>7 2002; right?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. All right. And there's been</p> <p>10 several members of your folks that have been on</p> <p>11 these various committees throughout; right?</p> <p>12 <b>A. Correct.</b></p> <p>13 <b>(Rust Exhibit Number 525 was</b></p> <p>14 <b>marked for identification.)</b></p> <p>15 BY MR. STUEVE:</p> <p>16 Q. Show you what's been marked as</p> <p>17 Exhibit 525.</p> <p>18 MR. BARNES: Thank you.</p> <p>19 BY MR. STUEVE:</p> <p>20 Q. We've compiled this from you all's</p> <p>21 interrogatory answers as well as from UEP's own</p> <p>22 records.</p>	<p style="text-align: right;">205</p> <p>1 the environmental scientific committee, is that</p> <p>2 right?</p> <p>3 <b>A. Correct.</b></p> <p>4 Q. And who is Carol Hale?</p> <p>5 <b>A. He is a chemistry guru.</b></p> <p>6 Q. Is he still with the company?</p> <p>7 <b>A. No.</b></p> <p>8 Q. What was his title in 2002?</p> <p>9 <b>A. He worked in the environmental</b></p> <p>10 <b>side. I don't know what his exact title was.</b></p> <p>11 Q. Who did he report to?</p> <p>12 <b>A. He reported to Tony Wesner.</b></p> <p>13 Q. Where is he located?</p> <p>14 <b>A. Seymour, Indiana.</b></p> <p>15 Q. Is he retired now?</p> <p>16 <b>A. He works for a DC based consulting</b></p> <p>17 <b>firm the last I was aware.</b></p> <p>18 Q. When did he leave Rose Acre?</p> <p>19 <b>A. 5, 8 years ago, something like</b></p> <p>20 <b>that.</b></p> <p>21 Q. So 2008?</p> <p>22 <b>A. Ballpark. I don't recollect the</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

53 (Pages 206 to 209)

<p style="text-align: right;">206</p> <p>1 <b>exact date he left.</b></p> <p>2 Q. Then if you would, in 2003, that</p> <p>3 would have been the second year you had been an</p> <p>4 UEP member, you would have been a member of the</p> <p>5 Board; correct?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. KY Hendrix would have been a</p> <p>8 member of the producer committee for animal</p> <p>9 welfare?</p> <p>10 <b>A. Right.</b></p> <p>11 Q. Greg Hinton would have been</p> <p>12 marketing and price discovery committee; is that</p> <p>13 right?</p> <p>14 <b>A. Right.</b></p> <p>15 Q. And Carol Hale again for</p> <p>16 environmental scientific committee?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. And then in 2004, the third year,</p> <p>19 you would have been a member of the Board, a</p> <p>20 member of the government relations committee,</p> <p>21 spent hen committee, and public relations</p> <p>22 committee; is that correct?</p>	<p style="text-align: right;">208</p> <p>1 spent hen committee, and the public relations</p> <p>2 committee; right?</p> <p>3 <b>A. Could have been.</b></p> <p>4 Q. KY Hendrix would have been on the</p> <p>5 producer committee for animal welfare; right?</p> <p>6 <b>A. I would assume.</b></p> <p>7 Q. And then Greg Hinton would have</p> <p>8 still been on the marketing and price discovery</p> <p>9 committee?</p> <p>10 <b>A. I think.</b></p> <p>11 Q. And then Carol Hale, environmental</p> <p>12 scientific committee; is that right?</p> <p>13 <b>A. As far as I know.</b></p> <p>14 Q. And then Chip Everhart,</p> <p>15 environmental committee, see that in '05?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. Who is Chip Everhart?</p> <p>18 <b>A. He was a guy who worked in our</b></p> <p>19 <b>environmental permitting department.</b></p> <p>20 Q. Okay. And is that consistent with</p> <p>21 your recollection that in '05 he would have been</p> <p>22 on the environmental committee?</p>
<p style="text-align: right;">207</p> <p>1 <b>A. That's what it says. Yes.</b></p> <p>2 Q. Is that consistent with your</p> <p>3 recollection?</p> <p>4 <b>A. Vaguely.</b></p> <p>5 Q. KY Hendrix would have been</p> <p>6 producer committee for animal welfare; right?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. Greg Hinton would have still been</p> <p>9 on the marketing and price discovery committee,</p> <p>10 correct?</p> <p>11 <b>A. Correct.</b></p> <p>12 Q. Carol Hale would have been</p> <p>13 environmental scientific committee?</p> <p>14 <b>A. I have no reason to dispute any of</b></p> <p>15 <b>these.</b></p> <p>16 Q. We pulled these -- if you do -- if</p> <p>17 you have any reason to question it, that's why I</p> <p>18 want to go through and we can get the documents</p> <p>19 out. But in 2005, you would have still been on</p> <p>20 the Board; right?</p> <p>21 <b>A. Yeah.</b></p> <p>22 Q. Government relation committee, the</p>	<p style="text-align: right;">209</p> <p>1 <b>A. I know he was, I don't remember</b></p> <p>2 <b>the years.</b></p> <p>3 Q. Okay. And then '06, we've got</p> <p>4 you again on the Board of Directors, and then in</p> <p>5 '06, you joined USEM; correct, Rose Acre did?</p> <p>6 <b>A. About then. Yeah.</b></p> <p>7 Q. And you would have become a USEM</p> <p>8 Board of Director; right?</p> <p>9 <b>A. Correct.</b></p> <p>10 Q. And then you were on the marketing</p> <p>11 committee, price discovery committee, spent hen</p> <p>12 committee and public relations committee;</p> <p>13 correct?</p> <p>14 <b>A. If that's what it says.</b></p> <p>15 Q. Is that consistent with your</p> <p>16 recollection?</p> <p>17 <b>A. I don't recollect what committees</b></p> <p>18 <b>I was on or not on. It's been too many years.</b></p> <p>19 Q. Do you want us to get out to '06?</p> <p>20 <b>A. Do they have a listing they sent</b></p> <p>21 <b>out.</b></p> <p>22 Q. They do, and you also answered</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

54 (Pages 210 to 213)

<p style="text-align: right;">210</p> <p>1 interrogatories?</p> <p>2 MR. BARNES: I think the record</p> <p>3 should also note that he was not listed on</p> <p>4 Mr. Stueve's summary exhibit as a member of the</p> <p>5 USEM Board until 2007. I think Mr. Stueve --</p> <p>6 MR. STUEVE: I said 2006. He's in</p> <p>7 there.</p> <p>8 MR. BARNES: Pardon me. You're</p> <p>9 correct. You're correct. I'm not sure that's</p> <p>10 accurate, but that's what it says.</p> <p>11 MR. STUEVE: I need the</p> <p>12 interrogatory answer, please?</p> <p>13 MR. BARNES: Let the record show</p> <p>14 Mr. Stueve since you have made up this -- you</p> <p>15 meaning your firm has made up this exhibit, we</p> <p>16 reserve the right to challenge any or one or</p> <p>17 more of the listings for Rose Acre personnel and</p> <p>18 their committee assignments after we have had an</p> <p>19 opportunity -- sufficient opportunity to</p> <p>20 cross-check it.</p> <p>21 MR. STUEVE: Why don't you do that</p> <p>22 tonight, and let me know tomorrow if there's any</p>	<p style="text-align: right;">212</p> <p>1 the signature.</p> <p>2 MR. BARNES: The back page is Dan</p> <p>3 Church's signature, Pat.</p> <p>4 MR. STUEVE: I've got a different</p> <p>5 version, so that's the problem.</p> <p>6 BY MR. STUEVE:</p> <p>7 Q. Page 6. Mr. Miller is the one who</p> <p>8 verified these answers, is that correct, sir?</p> <p>9 <b>A. That's correct.</b></p> <p>10 Q. He's here in person today; is that</p> <p>11 right?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. If you could, could you turn to</p> <p>14 page 5. It has a listing of the memberships or</p> <p>15 participation by Rose Acre in UEP. Do you see</p> <p>16 that? If you could go down to about the fourth</p> <p>17 line, it starts with, in the middle of the page,</p> <p>18 it says, KY Hendrix, UEP animal welfare</p> <p>19 committee 2002 to the present. Do you see that?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. All right. That's what we've seen</p> <p>22 thus far in our Demonstrative 525, right?</p>
<p style="text-align: right;">211</p> <p>1 issue.</p> <p>2 BY MR. STUEVE:</p> <p>3 Q. Let me show what's been marked as</p> <p>4 Exhibit 526?</p> <p>5 MR. BARNES: We'll let you know in</p> <p>6 due course.</p> <p>7 (Rust Exhibit Number 526 was</p> <p>8 marked for identification.)</p> <p>9 MS. REDDING: Can I get the Bates</p> <p>10 number, please?</p> <p>11 MR. STUEVE: This is the</p> <p>12 interrogatory answer of Rose Acre, so there</p> <p>13 isn't one. It's to their first interrogatories.</p> <p>14 BY MR. STUEVE:</p> <p>15 Q. First of all, on the back page, is</p> <p>16 that verified by Joseph A. Miller, general</p> <p>17 counsel for Rose Acre Farms, see there's a</p> <p>18 signature?</p> <p>19 <b>A. Daniel Church.</b></p> <p>20 MR. MONICA: Page 6.</p> <p>21 BY MR. STUEVE:</p> <p>22 Q. Very back page at the top. Go to</p>	<p style="text-align: right;">213</p> <p>1 <b>A. If that's what it says.</b></p> <p>2 Q. And then what I want to point out</p> <p>3 is -- because you had a question about 2006. If</p> <p>4 you go down a little bit further, it has Marcus</p> <p>5 Rust, UEP Board of Directors, 2002 to the</p> <p>6 present; right?</p> <p>7 <b>A. Yeah.</b></p> <p>8 Q. That's consistent with what we've</p> <p>9 been looking at on 525; right?</p> <p>10 <b>A. Looks to be.</b></p> <p>11 Q. Then it has -- it has USEM Board</p> <p>12 of Directors, 2006 to the present; right?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. And we were just looking at that.</p> <p>15 Is that correct, sir?</p> <p>16 <b>A. Correct.</b></p> <p>17 Q. All right. Now, so going on with</p> <p>18 respect to 2006, we've got KY Hendrix, the</p> <p>19 producer committee for animal welfare, which we</p> <p>20 just saw in the interrogatory; right?</p> <p>21 MR. BARNES: Are we back on 525,</p> <p>22 Pat?</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

55 (Pages 214 to 217)

<p style="text-align: right;">214</p> <p>1 MR. STUEVE: Yes, we're going to</p> <p>2 look at 525 as well as 526.</p> <p>3 BY MR. STUEVE:</p> <p>4 Q. You'll see under 2006, under 525</p> <p>5 -- do you have that in front of you, sir? Let</p> <p>6 me just show you what I want to do -- why don't</p> <p>7 you give me that document. It will make it</p> <p>8 easier. We're going to open this up to this</p> <p>9 page. I'm talking about that one right there.</p> <p>10 All right.</p> <p>11 And if you would, on the</p> <p>12 demonstrative, this Exhibit 525, it has KY</p> <p>13 Hendrix as the producer committee for animal</p> <p>14 welfare; right?</p> <p>15 A. <b>You've got me lost.</b></p> <p>16 Q. If you could, if you look at 525,</p> <p>17 the number, under the year 2006.</p> <p>18 A. <b>2006.</b></p> <p>19 Q. You have KY Hendrix as the</p> <p>20 producer committee for animal welfare; right?</p> <p>21 A. <b>Yes.</b></p> <p>22 Q. And that's consistent with the</p>	<p style="text-align: right;">216</p> <p>1 Q. And if you look over on 526, the</p> <p>2 interrogatory answer has Carol Hale, UEP</p> <p>3 scientific committee, 2002 to 2008; right?</p> <p>4 A. <b>That's what it says there.</b></p> <p>5 Q. All right. And then we have Chips</p> <p>6 Everhart under 2006 as environmental committee;</p> <p>7 right?</p> <p>8 A. <b>Which document are you referring</b></p> <p>9 <b>to?</b></p> <p>10 Q. We'll come back to that one.</p> <p>11 MR. STUEVE: David, can you give</p> <p>12 me 2006?</p> <p>13 BY MR. STUEVE:</p> <p>14 Q. Why don't you put both of those</p> <p>15 documents down for now, right there. Let me</p> <p>16 show you what's previously been marked as</p> <p>17 Exhibit 128.</p> <p>18 MR. BARNES: Do you have copies of</p> <p>19 those, Pat?</p> <p>20 MR. STUEVE: David, can you hand</p> <p>21 that out?</p> <p>22 BY MR. STUEVE:</p>
<p style="text-align: right;">215</p> <p>1 interrogatory answer given by Rose Acre; right?</p> <p>2 A. <b>I think so.</b></p> <p>3 Q. And then if you would, for Greg</p> <p>4 Hinton, it says, and I'm referring now to</p> <p>5 Exhibit 526. Do you see that?</p> <p>6 A. <b>Yeah.</b></p> <p>7 Q. It says for Greg Hinton, UEP</p> <p>8 marketing and price discovery committee, 2002 to</p> <p>9 approximately 2006; right?</p> <p>10 A. <b>That's what it says.</b></p> <p>11 Q. All right. And we also under</p> <p>12 2006, it lists Carol Hale as the environmental</p> <p>13 scientific committee; right?</p> <p>14 A. <b>That's what --</b></p> <p>15 Q. Over on 525 now, on 2006. Do you</p> <p>16 see that?</p> <p>17 A. <b>2000 which one?</b></p> <p>18 Q. 2006 under 525?</p> <p>19 A. <b>Okay. What's the question?</b></p> <p>20 Q. It has Carol Hale as environmental</p> <p>21 scientific committee; right?</p> <p>22 A. <b>Yes.</b></p>	<p style="text-align: right;">217</p> <p>1 Q. See Exhibit 128 there, sir?</p> <p>2 A. <b>Okay.</b></p> <p>3 Q. If you could turn to -- its Bates</p> <p>4 range, the last three digits are 548.</p> <p>5 Do you see Chips Everhart there in</p> <p>6 the right hand column at the bottom?</p> <p>7 A. <b>Yes.</b></p> <p>8 Q. Under environmental committee?</p> <p>9 A. <b>Yes.</b></p> <p>10 Q. And if you look over to 525,</p> <p>11 that's where he's listed under '06; correct?</p> <p>12 A. <b>What am I looking at?</b></p> <p>13 Q. Exhibit 525, year 2006, Chips</p> <p>14 Everhart is listed under the environmental</p> <p>15 committee; right? For the year 2006?</p> <p>16 A. <b>Yes.</b></p> <p>17 Q. Find Chips Everhart, what is he</p> <p>18 listed?</p> <p>19 A. <b>Do what?</b></p> <p>20 Q. What committee is he listed?</p> <p>21 A. <b>On this chart, on Exhibit 525, for</b></p> <p>22 <b>2006, it says environmental committee.</b></p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

56 (Pages 218 to 221)

<p style="text-align: right;">218</p> <p>1 Q. Right. And the UEP roster also</p> <p>2 lists him for that as well; correct? It says</p> <p>3 Chips Everhart under environmental committee;</p> <p>4 right?</p> <p>5 A. Yes.</p> <p>6 Q. All right. Now, let's go --</p> <p>7 keeping that same document there, and if you</p> <p>8 would, over on 557, the last three digits, so</p> <p>9 it's continuing, going backwards, not forwards?</p> <p>10 A. Which one?</p> <p>11 Q. 557, the last three digits.</p> <p>12 A. Okay.</p> <p>13 Q. Under spent hen committee, you are</p> <p>14 listed; correct, on the right hand column?</p> <p>15 A. Yes. I am.</p> <p>16 Q. And over on the next -- actually,</p> <p>17 on 559, under public relations committee. Can</p> <p>18 you confirm you're also listed?</p> <p>19 A. Yes. I'm listed there. You have</p> <p>20 to understand. Some of these were appointments</p> <p>21 and sometimes just because you got appointed, I</p> <p>22 don't remember what specific years, but there</p>	<p style="text-align: right;">220</p> <p>1 committees of UEP; correct, sir?</p> <p>2 A. We were actively involved in</p> <p>3 several of the things. Yes.</p> <p>4 Q. And are you aware of any other egg</p> <p>5 producer that had the level of involvement that</p> <p>6 you had with UEP, USEM. That Rose Acre had?</p> <p>7 A. Prior to our joining, we told them</p> <p>8 we had to be very involved or we weren't going</p> <p>9 to be involved.</p> <p>10 Q. And in fact, you made sure for</p> <p>11 example you were on the producer committee for</p> <p>12 animal welfare which would have been the</p> <p>13 committee responsible for the UEP certified</p> <p>14 program; right?</p> <p>15 A. Correct.</p> <p>16 Q. You made sure that you were on the</p> <p>17 marketing and price discovery committee; right?</p> <p>18 A. Yes.</p> <p>19 Q. And that would have been the</p> <p>20 committee that would have recommended the early</p> <p>21 moults and early kills; correct?</p> <p>22 A. Yes.</p>
<p style="text-align: right;">219</p> <p>1 were times I asked off certain committees. I</p> <p>2 don't remember which ones. You got appointed --</p> <p>3 asked to serve on something, if it was something</p> <p>4 I didn't feel I was really that good at or not</p> <p>5 that knowledgeable on, I would have someone else</p> <p>6 do it.</p> <p>7 Q. Sir, if you could turn to on that</p> <p>8 same document, 540. It's towards the front.</p> <p>9 540.</p> <p>10 A. Okay.</p> <p>11 Q. It lists Joe Miller there, who is</p> <p>12 your in-house counsel under the government</p> <p>13 relations; correct, sir?</p> <p>14 A. Yes.</p> <p>15 Q. If you look at Exhibit 525 under</p> <p>16 '06, it lists Mr. Miller as on the government</p> <p>17 relations committee; correct?</p> <p>18 A. I think that's what it says. Yes.</p> <p>19 Q. All right. If we just continue on</p> <p>20 down, '07, '08, '09, 2010, 2011, 2012, and 2013,</p> <p>21 it continues to reflect that you and other</p> <p>22 members of Rose Acre were on several of the</p>	<p style="text-align: right;">221</p> <p>1 Q. And you made sure that when you</p> <p>2 joined USEM, that you were on the USEM Board,</p> <p>3 and that was the group that determined when and</p> <p>4 what amount the exports would occur; correct,</p> <p>5 sir?</p> <p>6 A. We never joined US Egg Marketers</p> <p>7 until several years after.</p> <p>8 Q. You joined them in '06; right?</p> <p>9 A. Whatever the documents show. I</p> <p>10 don't recall the exact years.</p> <p>11 Q. We just looked at interrogatory --</p> <p>12 A. That's what it says. Yes.</p> <p>13 Q. That's Rose Acre's interrogatory</p> <p>14 in '06. In fact, when you joined, you were an</p> <p>15 active participate of USEM; right?</p> <p>16 A. Yes.</p> <p>17 Q. And in fact, participated in the</p> <p>18 exports that were organized by USEM; correct,</p> <p>19 sir?</p> <p>20 A. At that time.</p> <p>21 Q. And you remained on the USEM Board</p> <p>22 up to today; correct, sir?</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

57 (Pages 222 to 225)

<p style="text-align: right;">222</p> <p>1 <b>A. Correct.</b></p> <p>2 Q. Now, since Rose Acre joined in</p> <p>3 2002, can you think of any other company that</p> <p>4 had the level of involvement that Rose Acre had</p> <p>5 in UEP or USEM?</p> <p>6 <b>A. There's a lot of companies that</b></p> <p>7 <b>had a lot of representation there. I can't --</b></p> <p>8 <b>if we're the third largest, it would be natural</b></p> <p>9 <b>where we would have a lot of people on the</b></p> <p>10 <b>various functions. And we wanted to be very</b></p> <p>11 <b>involved to make sure that we didn't get stuck</b></p> <p>12 <b>in any of these prior things they had been</b></p> <p>13 <b>accused or we thought they may have been</b></p> <p>14 <b>participating in.</b></p> <p>15 Q. What were these prior things?</p> <p>16 <b>A. Just rumor mill stuff of the, you</b></p> <p>17 <b>know, how the lawsuits got started against us.</b></p> <p>18 Q. You wanted to make sure that if</p> <p>19 there were any shady deals that were being</p> <p>20 engaged in that you were aware of them; is that</p> <p>21 correct?</p> <p>22 <b>A. Correct.</b></p>	<p style="text-align: right;">224</p> <p>1 BY MR. STUEVE:</p> <p>2 Q. Show you what's been marked as</p> <p>3 Exhibit 527?</p> <p>4 (Rust Exhibit Number 527 was</p> <p>5 marked for identification.)</p> <p>6 BY MR. STUEVE:</p> <p>7 Q. Now, you're familiar with United</p> <p>8 Voices. Correct, sir?</p> <p>9 <b>A. Yeah. It gets sent to our main</b></p> <p>10 <b>office. It don't get sent to my office.</b></p> <p>11 Q. The main office of Rose Acre in</p> <p>12 Seymour?</p> <p>13 <b>A. Correct.</b></p> <p>14 Q. And this is a publication that's</p> <p>15 prepared by United Egg Producers. Right?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. It goes out to all United Egg</p> <p>18 Producer members; right?</p> <p>19 <b>A. I assume so.</b></p> <p>20 Q. And if you would, this is May of</p> <p>21 2002. You would have been -- Rose Acre would</p> <p>22 have been a member of UEP at that time; correct,</p>
<p style="text-align: right;">223</p> <p>1 Q. Did you at any time attempt to</p> <p>2 stop any shady deals that were occurring at UEP</p> <p>3 or USEM after you joined?</p> <p>4 MR. BARNES: Object to the form.</p> <p>5 THE WITNESS: I never saw a shady</p> <p>6 deal while I was there.</p> <p>7 BY MR. STUEVE:</p> <p>8 Q. I guess beauty is in the eye of</p> <p>9 the beholder; right, Mr. Rust?</p> <p>10 MR. BARNES: Object and move to</p> <p>11 strike.</p> <p>12 Are we at a breaking point here,</p> <p>13 Pat? We've been going about an hour. Is that</p> <p>14 all right?</p> <p>15 MR. STUEVE: You know what?</p> <p>16 That's fine. Do you want to take -- if we can</p> <p>17 just make it fairly quick, that would be great.</p> <p>18 THE VIDEOGRAPHER: Off the record</p> <p>19 at 2:24 p.m.</p> <p>20 (A brief recess was taken.)</p> <p>21 THE VIDEOGRAPHER: Back on the</p> <p>22 record at 2:30 p.m.</p>	<p style="text-align: right;">225</p> <p>1 sir?</p> <p>2 <b>A. I think we joined in 2002. I</b></p> <p>3 <b>don't remember the exact month. It's here</b></p> <p>4 <b>someplace. Yes. We joined in February 2002.</b></p> <p>5 Q. This is May 2002; correct?</p> <p>6 MR. MONICA: Sir.</p> <p>7 THE WITNESS: Correct.</p> <p>8 BY MR. STUEVE:</p> <p>9 Q. Rose Acre would have been a</p> <p>10 member; right?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. Now, there's a -- the first</p> <p>13 paragraph, it says, prices should improve, but</p> <p>14 supply action plan must be followed now; right?</p> <p>15 <b>A. That's what it says there.</b></p> <p>16 Q. And Rose Acre would have received</p> <p>17 this; right?</p> <p>18 <b>A. The newsletter. Yes.</b></p> <p>19 Q. Uh-huh. And the -- if you would,</p> <p>20 in the paragraph that starts with, with current</p> <p>21 egg prices in the fifties, we need a way to</p> <p>22 bridge the gap between the current extremely low</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

58 (Pages 226 to 229)

<p style="text-align: right;">226</p> <p>1 prices and what appears to be a bright future.  2 It is in the best interest of everyone to follow  3 the recommendation made by UEP's marketing  4 committee, it is as such moult all flocks  5 62 weeks or older, and continue through July 1.  6 Did I read that correctly?  7 <b>A. That's what you read. That's not</b>  8 <b>what we did.</b>  9 Q. Sir, this is the marketing  10 committee which Mr. Hinton would have been on in  11 2002; correct, sir?  12 <b>A. Yes.</b>  13 Q. And the marketing committee  14 recommended and the supplied action plan that  15 must be followed was to moult all flocks  16 62 weeks or older and continue through July 1;  17 right?  18 MR. BARNES: Objection to the  19 form. That's what the document says, but ask  20 him what his recollection was what the marketing  21 committee did, if he recalls the marketing  22 committee made that recommendation.</p>	<p style="text-align: right;">228</p> <p>1 supply of eggs in order to boost prices?  2 MR. BARNES: Object to the form of  3 the question.  4 THE WITNESS: Repeat your  5 question.  6 MR. STUEVE: Read it back.  7 (The record was read as  8 requested.)  9 MR. BARNES: Object to form.  10 THE WITNESS: Repeat that again.  11 I'm trying to understand what he's trying to  12 twist around here.  13 BY MR. STUEVE:  14 Q. If you could, sir, just answer my  15 question. Read it back to him.  16 <b>A. Please read it again, I'm trying</b>  17 <b>to understand what you're trying to make it</b>  18 <b>sound like.</b>  19 <b>(The record was read as</b>  20 <b>requested.)</b>  21 MR. BARNES: Object to form.  22 Calls for speculation, and assumes facts not in</p>
<p style="text-align: right;">227</p> <p>1 BY MR. STUEVE:  2 Q. You can answer my question, sir.  3 <b>A. The marketing committee would make</b>  4 <b>a recommendation to the Board of Directors. The</b>  5 <b>Board of Directors then would have voted on the</b>  6 <b>recommendation before it would have ever been</b>  7 <b>sent to the members.</b>  8 Q. And you were a member of the Board  9 of Directors; right?  10 <b>A. Yes.</b>  11 Q. And you would have voted on this;  12 right?  13 <b>A. Yes. And I would have voted</b>  14 <b>against it.</b>  15 Q. Do you know, sir, any records that  16 would indicate you voted against it?  17 <b>A. I'm sure that they would have -- I</b>  18 <b>never kept the minutes, but I'm sure that they</b>  19 <b>kept track of the records.</b>  20 Q. And the reason why you voted  21 against this is because you were against UEP's  22 efforts to coordinate the reduction in the</p>	<p style="text-align: right;">229</p> <p>1 evidence.  2 THE WITNESS: The form of the  3 question, it's got several contents that we  4 never -- I'm in disagreement in how -- I can't  5 really answer it, because it's kind of -- I  6 don't know what you call it, but we as a company  7 broke eggs. We had to maintain high volumes all  8 year round. And our competitors in the Midwest,  9 most people in the Midwest never participated in  10 any of these voluntary programs that UEP would  11 do to -- that was for the so-called supply  12 management.  13 When you're in the egg breaking  14 business, you produce all the eggs you can at  15 the least cost that you can because our high  16 volume time of the year was during the months of  17 April, May, June, July. We never reduced -- I  18 would never have voted to reduce it because our  19 philosophy is you produce fast -- or as many  20 eggs as what you can, all the time.  21 BY MR. STUEVE:  22 Q. The supply management that you</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

59 (Pages 230 to 233)

<p style="text-align: right;">230</p> <p>1 were referring to is the supply action plan  2 that's set forth in this May 2002 United Voices  3 which was to moult all flocks at 62 weeks or  4 older and continue through July 1; correct, sir?  5 <b>A. There's very different egg</b>  6 <b>producers -- United Egg Producers is a group of</b>  7 <b>multiple types of producers. We have egg</b>  8 <b>breaker grader producers, we had nest run</b>  9 <b>producers, and you had purely shell egg</b>  10 <b>producers. Certain parts of the country never</b>  11 <b>had breaking ability and various things for</b>  12 <b>various people, depending on the market and</b>  13 <b>their own personal conditions as why people did</b>  14 <b>what they did.</b>  15 MR. STUEVE: I move to strike the  16 answer as nonresponsive. If you could read my  17 question back, and I ask you to answer it.  18 MR. BARNES: The record shows it  19 is responsive to your question.  20 (The record was read as  21 requested.)  22 MR. BARNES: Objection. Asked and</p>	<p style="text-align: right;">232</p> <p>1 to answer?  2 BY MR. STUEVE:  3 Q. Answer my question, sir.  4 <b>A. I thought I answered it.</b>  5 MR. BARNES: Well, that's why I  6 objected and said asked and answered.  7 THE WITNESS: I can't answer for  8 everybody what they did. From our perspective,  9 we never participated in any so-called what  10 you're calling supply management. There was no  11 supply management. It was voluntary. Any  12 company could do anything they wanted.  13 MR. STUEVE: If you would, can you  14 search for supply management for me in your  15 transcript just in the last 10 pages.  16 While she's looking for that, I'm  17 going to note for the record the witness is not  18 answering my question. And that if you continue  19 to tell the witness that he is answering when  20 he's not, we are going to go to the court and  21 ask to be reimbursed to come back out here and  22 have him answer the questions.</p>
<p style="text-align: right;">231</p> <p>1 answered. You may answer again, if you can.  2 Just because I object doesn't mean you don't --  3 you still have to answer.  4 THE WITNESS: What I tried to  5 explain what we did, what other producers did  6 are not the same.  7 United Egg Producers is a group of  8 three or four different kinds of egg producers.  9 There was never a coordinated effort amongst  10 everybody because we was always in disagreement  11 of what any of us did for our business versus  12 the next guy and his business.  13 MR. STUEVE: Move to strike the  14 answer as nonresponsive. I ask you to read it  15 back to him and ask you to answer it.  16 MR. BARNES: The answer was  17 totally responsive. Go ahead, read it back.  18 (The record was read as  19 requested.)  20 MR. BARNES: Same objection.  21 Asked and answered.  22 THE WITNESS: What am I supposed</p>	<p style="text-align: right;">233</p> <p>1 MR. BARNES: Well, Mr. Stueve, I'm  2 telling you that you've asked that question  3 numerous times. The witness has done his best  4 to answer it. Okay? You do not like his answer  5 because he will not accept your characterization  6 and the color words you put into the question.  7 If you want to know why he would  8 vote against this particular resolution, just  9 ask him why would you vote against it.  10 MR. STUEVE: Can you search for  11 supply management for me, please.  12 BY MR. STUEVE:  13 Q. So let me ask you this, sir. I  14 want the record to reflect the witness has not  15 answered that question. I'm going to ask a  16 different one now. The moult all flocks  17 62 weeks or older and continue through July 1,  18 the purpose of that was to reduce the supply of  19 eggs; correct, sir?  20 <b>A. The purpose by whom?</b>  21 Q. By the marketing committee that  22 was recommending this, that was approved by the</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

60 (Pages 234 to 237)

<p style="text-align: right;">234</p> <p>1 Board?</p> <p>2 MR. BARNES: If he knows.</p> <p>3 THE WITNESS: I don't recollect</p> <p>4 what the exact -- but I know the marketing</p> <p>5 committee, if they did do that, it would have</p> <p>6 been based on several members' positions there.</p> <p>7 I don't recollect.</p> <p>8 BY MR. STUEVE:</p> <p>9 Q. The purpose, if there was enough</p> <p>10 members who molted all flocks 62 weeks or older</p> <p>11 and continued through July 1, if there were</p> <p>12 enough members who participated in that, that</p> <p>13 would reduce the supply of eggs and boost</p> <p>14 prices; correct, sir?</p> <p>15 MR. BARNES: Objection.</p> <p>16 THE WITNESS: Not necessarily.</p> <p>17 BY MR. STUEVE:</p> <p>18 Q. But that's what the hope was;</p> <p>19 right?</p> <p>20 MR. BARNES: Objection.</p> <p>21 THE WITNESS: The hope was to</p> <p>22 prevent the prices from going lower.</p>	<p style="text-align: right;">236</p> <p>1 it for me.</p> <p>2 (The record was read as</p> <p>3 requested.)</p> <p>4 MR. BARNES: Objection. Calls for</p> <p>5 speculation.</p> <p>6 THE WITNESS: Read it again.</p> <p>7 (The record was read as</p> <p>8 requested.)</p> <p>9 MR. BARNES: Same objection.</p> <p>10 THE WITNESS: I think I answered</p> <p>11 that.</p> <p>12 BY MR. STUEVE:</p> <p>13 Q. No, you haven't, sir. Answer my</p> <p>14 question, please.</p> <p>15 <b>A. I don't know the reason other</b></p> <p>16 <b>than, you know, what I keep telling you. We</b></p> <p>17 <b>have -- there's multiple types of egg producers.</b></p> <p>18 <b>There are producers who built</b></p> <p>19 <b>6 million bird farms that never ever would moult</b></p> <p>20 <b>a chicken. They strictly produce and sell eggs.</b></p> <p>21 <b>You know, an action plan that a group of</b></p> <p>22 <b>southern producers may have wanted, you know.</b></p>
<p style="text-align: right;">235</p> <p>1 BY MR. STUEVE:</p> <p>2 Q. Okay. And by moulting all flocks</p> <p>3 62 weeks or older and continuing through July 1,</p> <p>4 that would reduce the supply of eggs; correct?</p> <p>5 MR. BARNES: Objection. Calls for</p> <p>6 speculation.</p> <p>7 THE WITNESS: Repeat your</p> <p>8 question.</p> <p>9 BY MR. STUEVE:</p> <p>10 Q. Yes. The reason why the marketing</p> <p>11 committee recommended and the UEP Board approved</p> <p>12 the supply action plan of moulting all flocks</p> <p>13 62 weeks or older and continue through July 1</p> <p>14 was to reduce the supply of eggs; correct?</p> <p>15 <b>A. That was a voluntary program that</b></p> <p>16 <b>they asked producers to participate in.</b></p> <p>17 <b>Multiple producers never participated in that</b></p> <p>18 <b>program because we were egg breakers and not</b></p> <p>19 <b>into the -- we maximum produce all the time.</b></p> <p>20 MR. STUEVE: I move to strike the</p> <p>21 answer as nonresponsive. I'm going to ask you</p> <p>22 to read back my question, and ask you to answer</p>	<p style="text-align: right;">237</p> <p>1 what they wanted, what happened, are two</p> <p>2 different things.</p> <p>3 There's parts of the country that</p> <p>4 had to ship their eggs, load them on trucks,</p> <p>5 haul them a thousand miles north to breaking</p> <p>6 plants in the Midwest. They would be in a</p> <p>7 moulting program and want a moult program. Us</p> <p>8 guys in the Midwest, we broke our egg surplus.</p> <p>9 We had an outlet for our egg surplus. We never</p> <p>10 agreed and did any moulting or early sell outs.</p> <p>11 When we had a chicken house space, we put</p> <p>12 chickens in it, and we sold eggs out of it. I</p> <p>13 don't know what the other companies did.</p> <p>14 MR. STUEVE: I move to strike the</p> <p>15 answer as nonresponsive. I'm going to instruct</p> <p>16 counsel that if he doesn't instruct his witness</p> <p>17 to answer my questions, we are going to the</p> <p>18 court and we're going to ask the court to</p> <p>19 reimburse me and Mr. Hickey and our time to come</p> <p>20 out here to ask this witness questions that he</p> <p>21 needs to answer.</p> <p>22 MR. BARNES: I have instructed the</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

61 (Pages 238 to 241)

<p style="text-align: right;">238</p> <p>1 witness to answer your questions, Mr. Stueve, 2 but he does not have to accept your 3 characterization. You're just getting peeved 4 because he won't accept the terms, the color 5 words that you put into the question. You're 6 upset because he doesn't agree with your 7 phraseology.</p> <p>8 But if you want to know why this 9 was passed or why he voted against it or 10 whatever else, ask him. He'll answer your 11 question. I think he's trying the best he can 12 to respond to your question. I told him 13 repeatedly answer Mr. Stueve's question. 14 BY MR. STUEVE:</p> <p>15 Q. Sir, if you would, looking back to 16 the United Voices, it's in front of you, 17 Exhibit 527, with the current egg prices in the 18 fifties, we need a way to bridge the gap between 19 the current extremely low prices and what 20 appears to be a bright future. It is in the 21 best interest of everyone to follow the 22 recommendation made by the UEP's marketing</p>	<p style="text-align: right;">240</p> <p>1 <b>adjust when they're going to get their eggs.</b> 2 Q. Sir, when you say -- when it says 3 moult all flocks 62 weeks or older what does 4 that mean to you? 5 <b>A. That would mean any flock that was</b> 6 <b>not previously molted. That doesn't mean every</b> 7 <b>flock that you have. We have flocks that would</b> 8 <b>be 120 weeks. We may have had flocks that would</b> 9 <b>be 140 weeks that's already been molted twice.</b> 10 <b>Some people kept their chickens three cycles, we</b> 11 <b>kept them two cycles sometimes.</b> 12 Q. Sir, what does moult all flocks 13 62 weeks or older and continue through July 1 14 mean do you? 15 <b>A. Reading that, it would mean that</b> 16 <b>maybe they wanted everyone to moult every</b> 17 <b>chicken they had that was over 62 weeks. I</b> 18 <b>don't know.</b> 19 Q. And what would happen if that were 20 the case? If everyone that was a member of 21 United Egg Producers molted all flocks 62 weeks 22 or older and continued through July 1st, what</p>
<p style="text-align: right;">239</p> <p>1 committee. It is as such, moult all flocks 2 62 weeks or older and continue through July 1st. 3 Did I read that correctly? 4 <b>A. That's what you read from the</b> 5 <b>United Voices. Yes.</b> 6 Q. And the purpose of the UEP 7 marketing committee recommending this, the UEP 8 Board which you were a member of, approving it, 9 was to reduce the supply of eggs; correct, sir? 10 MR. BARNES: Objection. 11 THE WITNESS: Moulting only 12 changes when you get the eggs. 13 BY MR. STUEVE: 14 Q. Right. 15 <b>A. It doesn't reduce the overall</b> 16 <b>supply of eggs. Every chicken you produce is</b> 17 <b>going to produce 400 eggs in its lifetime. By</b> 18 <b>moulting, not moulting, you arrange when you get</b> 19 <b>those eggs. UEP, one of the things they</b> 20 <b>pronounced is saying we can help the industry by</b> 21 <b>telling you when to moult or not moult, that</b> 22 <b>helps producers in various parts of the country</b></p>	<p style="text-align: right;">241</p> <p>1 would that do? 2 MR. BARNES: Objection, calls for 3 speculation. 4 THE WITNESS: It depends on how 5 many flocks they had at that age, I guess. I 6 don't know what it would do. 7 BY MR. STUEVE: 8 Q. When it says moult, how do you 9 initiate a moult? 10 <b>A. You take the feed away from the</b> 11 <b>chicken for about 10 days, 2 weeks.</b> 12 Q. And you starve the chicken; right? 13 <b>A. That's what the animal rightists</b> 14 <b>portrayed it to be. We put them on a diet.</b> 15 Q. Well, when you say take food away 16 from them for seven to 10 days, you don't feed 17 them, right? 18 <b>A. We don't call it starving.</b> 19 <b>Starved, they're dead.</b> 20 Q. So what this was recommending was 21 moulting all flocks 62 weeks or older and 22 continue through July 1. When you moult, what</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

62 (Pages 242 to 245)

<p style="text-align: right;">242</p> <p>1 happens to the egg production of the hen?</p> <p>2 <b>A. It goes -- it quits laying eggs.</b></p> <p>3 Q. Right. And so if all the members</p> <p>4 of UEP or a substantial majority of them molted</p> <p>5 all their flocks 62 weeks or older, and continue</p> <p>6 through July 1st, that would put all those hens</p> <p>7 in a moult phase in which they were not</p> <p>8 producing eggs, and therefore reduce the supply</p> <p>9 of eggs. That's what the marketing committee</p> <p>10 had recommended and the UEP Board had approved;</p> <p>11 correct, sir?</p> <p>12 MR. BARNES: Objection. Compound.</p> <p>13 THE WITNESS: What always</p> <p>14 happened, the different committee would do --</p> <p>15 you know, famous last words at UEP were what</p> <p>16 everyone said they were going to do and went and</p> <p>17 done were two different things. You know,</p> <p>18 companies would say they was going to moult and</p> <p>19 then they wouldn't. Everyone done what they was</p> <p>20 going to do.</p> <p>21 BY MR. STUEVE:</p> <p>22 Q. Well, if enough folks followed the</p>	<p style="text-align: right;">244</p> <p>1 BY MR. STUEVE:</p> <p>2 Q. Well, it wouldn't increase it;</p> <p>3 right?</p> <p>4 <b>A. Depends on how many new ones were</b></p> <p>5 <b>coming on. You don't know how many pullets were</b></p> <p>6 <b>placed, you could have X amount of chickens</b></p> <p>7 <b>producing more and how many more new houses were</b></p> <p>8 <b>built. Everything is a shot at the wall what</b></p> <p>9 <b>was going to happen.</b></p> <p>10 Q. Right, but that's what the</p> <p>11 marketing committee was evaluating, right, sir?</p> <p>12 <b>A. They looked at all those different</b></p> <p>13 <b>functions of that the numbers reported. Some</b></p> <p>14 <b>people like us don't report numbers.</b></p> <p>15 Q. Right, but they looked at the</p> <p>16 reported numbers, and they came up with a supply</p> <p>17 action plan. That supply action plan was to</p> <p>18 moult all flocks 62 weeks or older and continue</p> <p>19 through July 1. The marketing committee</p> <p>20 believed that if sufficient numbers of UEP</p> <p>21 members followed that, that there would be a</p> <p>22 reduction in the supply of eggs; correct, sir?</p>
<p style="text-align: right;">243</p> <p>1 UEP's marketing committee supply action plan and</p> <p>2 molted all flocks 62 weeks or older and</p> <p>3 continued through July 1, that would reduce the</p> <p>4 supply of eggs; correct, sir?</p> <p>5 MR. BARNES: Same objection.</p> <p>6 THE WITNESS: Depends on how many</p> <p>7 flocks there were at that age, I guess. We</p> <p>8 don't know how many that would have been. A lot</p> <p>9 of people like ourselves we had a hatchery. We</p> <p>10 hatched X amount of chicks every week. Some</p> <p>11 people would place orders for chicks. You know,</p> <p>12 we never had the luxury of changing our flocks</p> <p>13 and cycles. You know, we always produced every</p> <p>14 egg we could.</p> <p>15 BY MR. STUEVE:</p> <p>16 Q. If there was a sufficient number</p> <p>17 of flocks that were 62 weeks or older and they</p> <p>18 were molted through July 1, that would reduce</p> <p>19 the supply of eggs; correct, sir?</p> <p>20 MR. BARNES: Same objection.</p> <p>21 THE WITNESS: It would change it.</p> <p>22 I can't say it would reduce it.</p>	<p style="text-align: right;">245</p> <p>1 MR. BARNES: Objection. He was</p> <p>2 not on the marketing committee at the time</p> <p>3 according to your own exhibit, Mr. Stueve.</p> <p>4 BY MR. STUEVE:</p> <p>5 Q. Go ahead and answer my question.</p> <p>6 <b>A. I don't recall them saying that</b></p> <p>7 <b>happening. I don't.</b></p> <p>8 MR. STUEVE: If you would read my</p> <p>9 question back and I ask you to answer it for me.</p> <p>10 (The record was read as</p> <p>11 requested.)</p> <p>12 MR. BARNES: Same objection. You</p> <p>13 can go ahead and answer.</p> <p>14 THE WITNESS: Maybe. I don't</p> <p>15 know.</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. And at the time of that supply</p> <p>18 action plan in May of 2002, you were on the</p> <p>19 Board of Directors; correct, sir?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. That would have voted on this</p> <p>22 marketing committee recommendation; right?</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

63 (Pages 246 to 249)

<p style="text-align: right;">246</p> <p>1       <b>A. Yes.</b></p> <p>2       Q. And Mr. Greg Hinton would have</p> <p>3       been on the marketing and price discovery</p> <p>4       committee that made the recommendation; correct,</p> <p>5       sir?</p> <p>6       <b>A. Could have been. I'm not aware.</b></p> <p>7       Q. Well, he --</p> <p>8       <b>A. He was on the committee. That</b></p> <p>9       <b>doesn't necessarily mean he participated.</b></p> <p>10       <b>(Rust Exhibit Number 528 was</b></p> <p>11       <b>marked for identification.)</b></p> <p>12       BY MR. STUEVE:</p> <p>13       Q. Show you what's been marked as</p> <p>14       Exhibit 528.</p> <p>15       Sir, these are the minutes of</p> <p>16       May 11, 2004, United Egg Producers Board of</p> <p>17       Directors meeting. Correct, sir?</p> <p>18       <b>A. Yes.</b></p> <p>19       Q. And if you would, Mr. KY Hendrix</p> <p>20       is listed; right, in the list of members?</p> <p>21       <b>A. Where at?</b></p> <p>22       MS. REDDING: Can we get the Bates</p>	<p style="text-align: right;">248</p> <p>1       they're to reflect what was discussed at the</p> <p>2       Board meeting; is that right?</p> <p>3       <b>A. I'm reading it.</b></p> <p>4       Q. Well, that's a general question.</p> <p>5       Is it your understanding that Board minutes are</p> <p>6       intended to reflect what was being discussed at</p> <p>7       the meeting?</p> <p>8       MS. REDDING: Object to the form</p> <p>9       of the question.</p> <p>10       THE WITNESS: I guess that's what</p> <p>11       they mean.</p> <p>12       BY MR. STUEVE:</p> <p>13       Q. Do you have any other</p> <p>14       understanding, sir?</p> <p>15       <b>A. Well, I know there's 3 pages here</b></p> <p>16       <b>for something that lasted several hours.</b></p> <p>17       Q. Okay. And if you would, why don't</p> <p>18       you turn to the second page at 153?</p> <p>19       <b>A. Okay.</b></p> <p>20       Q. It says, the committee chairman,</p> <p>21       Dolph Baker presented the committee report and</p> <p>22       identified pending problems for the financial</p>
<p style="text-align: right;">247</p> <p>1       number for that, please?</p> <p>2       MR. STUEVE: UE 329152 through</p> <p>3       155. See KY Hendrix there, sir, fourth one</p> <p>4       down.</p> <p>5       THE WITNESS: Fourth name, fourth</p> <p>6       column?</p> <p>7       BY MR. STUEVE:</p> <p>8       Q. Fourth row down, the last one</p> <p>9       over?</p> <p>10       <b>A. Under -- yes. Yes. Up here where</b></p> <p>11       <b>it says members.</b></p> <p>12       Q. Yes. One, two, three, four down</p> <p>13       in the middle from there, you're listed as well.</p> <p>14       Correct, sir?</p> <p>15       <b>A. Yes.</b></p> <p>16       Q. And there -- there was a call to</p> <p>17       order; right, up there. Do you see that,</p> <p>18       members and guests?</p> <p>19       <b>A. Yes.</b></p> <p>20       Q. And then it went through the --</p> <p>21       what was discussed; is that right, sir? That's</p> <p>22       what the meeting minutes are intended, right,</p>	<p style="text-align: right;">249</p> <p>1       health of the industry, if some minor supply</p> <p>2       adjustments were not made very quickly. Do you</p> <p>3       see that?</p> <p>4       MR. BARNES: Hold on a second,</p> <p>5       Pat, where are you?</p> <p>6       MR. STUEVE: On the second page on</p> <p>7       153 under the title marketing committee.</p> <p>8       MR. BARNES: Hold on. Okay.</p> <p>9       BY MR. STUEVE:</p> <p>10       Q. So at the Board meetings, the</p> <p>11       various committees would report to the Board;</p> <p>12       right?</p> <p>13       <b>A. Yes.</b></p> <p>14       Q. They would ask for the Board to</p> <p>15       take action; right?</p> <p>16       <b>A. Right.</b></p> <p>17       Q. Could you read that for me, and</p> <p>18       I'm going to ask you some questions about it.</p> <p>19       The section with the marketing committee.</p> <p>20       <b>A. You want me to read everything</b></p> <p>21       <b>between marketing committee and food safety</b></p> <p>22       <b>committee? Is that what you're referring to?</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

64 (Pages 250 to 253)

<p style="text-align: right;">250</p> <p>1 Q. Uh-huh.</p> <p>2 MR. BARNES: You want him to read</p> <p>3 that into the record?</p> <p>4 MR. STUEVE: No. I want him to</p> <p>5 read it before I ask him questions about it.</p> <p>6 MR. BARNES: You said read it. I</p> <p>7 didn't know if you wanted him to read it into</p> <p>8 the record or not.</p> <p>9 THE WITNESS: Okay.</p> <p>10 BY MR. STUEVE:</p> <p>11 Q. And what Mr. Baker recommended</p> <p>12 with respect to supply adjustments was the</p> <p>13 following: Motion: It was moved by Baker and</p> <p>14 seconded by Fortin to recommend that the</p> <p>15 industry moult all flocks at 62 weeks and</p> <p>16 dispose of spent hens by 108 weeks, and that</p> <p>17 this plan of action take place immediately and</p> <p>18 carry through until August 1, 2004; do you see</p> <p>19 that?</p> <p>20 A. That's what it says.</p> <p>21 Q. And then the motion -- it</p> <p>22 indicates that the motion carried; right?</p>	<p style="text-align: right;">252</p> <p>1 That don't mean I voted for it.</p> <p>2 MR. STUEVE: I ask you to read my</p> <p>3 question back and ask the witness to answer it</p> <p>4 for me.</p> <p>5 (The record was read as</p> <p>6 requested.)</p> <p>7 MR. BARNES: Same objection.</p> <p>8 THE WITNESS: There is no</p> <p>9 indication that says which way I voted.</p> <p>10 BY MR. STUEVE:</p> <p>11 Q. And there is no indication in here</p> <p>12 that you objected to the recommendation of the</p> <p>13 marketing committee; correct?</p> <p>14 A. I voiced my opinion many times at</p> <p>15 many meetings.</p> <p>16 Q. Sir, there is nothing in the Board</p> <p>17 minutes that indicates that you objected to it;</p> <p>18 right?</p> <p>19 A. They did not like what I said all</p> <p>20 the time.</p> <p>21 MR. STUEVE: If you would read</p> <p>22 back my question, and I ask you to answer it.</p>
<p style="text-align: right;">251</p> <p>1 A. What does carried mean -- okay.</p> <p>2 Carried means it was voted on. Some people</p> <p>3 voted for it, some probably voted against it.</p> <p>4 Q. Right. Sir, you were on the Board</p> <p>5 at the time?</p> <p>6 A. Correct.</p> <p>7 Q. Did you vote on that?</p> <p>8 A. If I voted, I voted against it.</p> <p>9 Q. Well, there's no indication here</p> <p>10 that you voted against it; right?</p> <p>11 A. It doesn't state that, it says</p> <p>12 carried.</p> <p>13 Q. So there is no indication in here</p> <p>14 that you voted against it; right?</p> <p>15 A. I voted against all early moults</p> <p>16 and all early sell outs.</p> <p>17 Q. Sir, there is no indication that</p> <p>18 you voted against it in this document; correct?</p> <p>19 MR. BARNES: Objection. The</p> <p>20 document speaks for itself. There's also no</p> <p>21 indication that he voted for it.</p> <p>22 THE WITNESS: It say carried.</p>	<p style="text-align: right;">253</p> <p>1 (The record was read as</p> <p>2 requested.)</p> <p>3 THE WITNESS: I didn't write these</p> <p>4 minutes.</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. If you would read my question back</p> <p>7 and ask you to answer it for me.</p> <p>8 (The record was read as</p> <p>9 requested.)</p> <p>10 A. The only thing indicated here is</p> <p>11 it says it carried. It doesn't say who spoke</p> <p>12 against, who spoke for it.</p> <p>13 MR. BARNES: Same objection.</p> <p>14 BY MR. STUEVE:</p> <p>15 Q. Sir, in 2004, Mr. Hinton would</p> <p>16 have been on the marketing committee that would</p> <p>17 have recommended this supply adjustment;</p> <p>18 correct, sir?</p> <p>19 A. He understood our company's</p> <p>20 position that we did not go with any of the</p> <p>21 early moult schedules and stuff because of our</p> <p>22 positions.</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

65 (Pages 254 to 257)

<p style="text-align: right;">254</p> <p>1 MR. STUEVE: Move to strike the</p> <p>2 answer as nonresponsive. Read back my question</p> <p>3 and I ask you to answer it for me, please.</p> <p>4 (The record was read as</p> <p>5 requested.)</p> <p>6 THE WITNESS: He was on the</p> <p>7 committee. That does not mean he recommended</p> <p>8 it.</p> <p>9 BY MR. STUEVE:</p> <p>10 Q. Now, sir, let me show you what's</p> <p>11 been marked as -- actually, before we move off</p> <p>12 of that, let me be clear.</p> <p>13 If this recommendation -- the</p> <p>14 supply adjustment that we just read into the</p> <p>15 record on 528, the purpose and intent of that</p> <p>16 would again be to reduce the supply of eggs with</p> <p>17 the hope of boosting prices; correct, sir?</p> <p>18 MR. BARNES: Objection.</p> <p>19 THE WITNESS: I asked Mr. Hinton</p> <p>20 to serve on the marketing committee to make sure</p> <p>21 that nothing that happened in previous times --</p> <p>22 that -- you know, you have to understand, our</p>	<p style="text-align: right;">256</p> <p>1 requested.)</p> <p>2 MR. BARNES: Same objection.</p> <p>3 THE WITNESS: I don't agree with</p> <p>4 that statement you said.</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. You said that your father stood up</p> <p>7 in Congress and argued against supply</p> <p>8 management?</p> <p>9 <b>A. Correct.</b></p> <p>10 Q. And I'm asking, you understand</p> <p>11 supply management to mean competitors getting</p> <p>12 together in an attempt to reduce the supply of</p> <p>13 eggs in order to boost prices; correct?</p> <p>14 <b>A. Supply management is accomplished</b></p> <p>15 <b>by forces of the marketplace. People get rid of</b></p> <p>16 <b>their chickens when they run out of money, and</b></p> <p>17 <b>people like us build new chicken houses.</b></p> <p>18 Q. What was your dad railing against</p> <p>19 in front of Congress concerning supply</p> <p>20 management?</p> <p>21 <b>A. Oh, back in the -- I forget what</b></p> <p>22 <b>years it was, but Canada, Australia, there's</b></p>
<p style="text-align: right;">255</p> <p>1 family, my father stood in front of Congress and</p> <p>2 testified against supply management programs</p> <p>3 that UEP was a proponent of. We were against</p> <p>4 supply management as a company.</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. And you would agree that what was</p> <p>7 being recommended by the marketing committee</p> <p>8 here and approved by the Board was supply</p> <p>9 management; correct?</p> <p>10 MR. BARNES: Same objection.</p> <p>11 THE WITNESS: I have no idea.</p> <p>12 BY MR. STUEVE:</p> <p>13 Q. You understood supply management</p> <p>14 to be competitors getting together in an attempt</p> <p>15 to reduce the supply of eggs in order to boost</p> <p>16 prices; correct?</p> <p>17 MR. BARNES: Objection.</p> <p>18 THE WITNESS: Repeat your question</p> <p>19 again.</p> <p>20 MR. STUEVE: If you could read it</p> <p>21 back for me, please.</p> <p>22 (The record was read as</p>	<p style="text-align: right;">257</p> <p>1 <b>several countries around the world that had what</b></p> <p>2 <b>they call supply management plans, kind of like</b></p> <p>3 <b>their industry has, or had. And under supply</b></p> <p>4 <b>management, they would have got a law passed</b></p> <p>5 <b>that once you had ten thousand chickens, you</b></p> <p>6 <b>couldn't add more chickens unless some board</b></p> <p>7 <b>someplace approved it.</b></p> <p>8 Q. So it would restrict the supply?</p> <p>9 <b>A. That supply management that they</b></p> <p>10 <b>was proposing back in those days was one that it</b></p> <p>11 <b>didn't allow a newcomer to come in and grow his</b></p> <p>12 <b>business.</b></p> <p>13 Q. And what was going on here is not</p> <p>14 a government imposing supply restrictions, but</p> <p>15 the industry getting together at an UEP Board</p> <p>16 meeting and voting to restrict the supply of</p> <p>17 eggs with the hope of boosting prices; correct,</p> <p>18 sir?</p> <p>19 MR. BARNES: Objection.</p> <p>20 Mischaracterizes the document and the testimony.</p> <p>21 THE WITNESS: You're not -- you</p> <p>22 have to rephrase what you're asking because what</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

66 (Pages 258 to 261)

<p style="text-align: right;">258</p> <p>1 you're asking isn't what -- I don't know how to</p> <p>2 explain it. What you're saying ain't what</p> <p>3 happened. It's -- it goes back to there's</p> <p>4 multiple -- what you guys don't understand,</p> <p>5 you've got egg breakers, you've got shell egg</p> <p>6 producers, you had people like us who did both.</p> <p>7 We switch hit. You know, we can go from</p> <p>8 10 percent breaking to 30 percent breaking, by</p> <p>9 changing a conveyor valve that allow the eggs to</p> <p>10 go to an egg breaking machine. We controlled</p> <p>11 our supply of shell eggs by that manner. We</p> <p>12 produced lots of product, lots of dried egg,</p> <p>13 lots of liquid eggs, frozen eggs.</p> <p>14 There were companies in the</p> <p>15 segments of the country that didn't have the</p> <p>16 opportunities -- what they wanted and what we</p> <p>17 wanted were two different worlds. There was</p> <p>18 never ever an agreement that everyone was ever</p> <p>19 happy with. There was no agreement that</p> <p>20 everyone would do. That's why UEP was a</p> <p>21 voluntary organization, you know.</p> <p>22 BY MR. STUEVE:</p>	<p style="text-align: right;">260</p> <p>1 THE WITNESS: I was not at that</p> <p>2 meeting, at that committee meeting.</p> <p>3 BY MR. STUEVE:</p> <p>4 Q. But you were at the Board meeting</p> <p>5 that approved it; right?</p> <p>6 <b>A. They voted on a recommendation of</b></p> <p>7 <b>the approval which I would have voted against.</b></p> <p>8 Q. But the -- those Board members who</p> <p>9 did approve this, the purpose of them approving</p> <p>10 it was to reduce the supply of eggs with the</p> <p>11 hope of boosting prices; correct, sir?</p> <p>12 MR. BARNES: Objection.</p> <p>13 MS. REDDING: Object to the form</p> <p>14 of the question, calls for a speculative answer.</p> <p>15 MR. BARNES: Thank you. I join in</p> <p>16 the objection.</p> <p>17 THE WITNESS: I don't know the</p> <p>18 purpose, what everyone's hope was.</p> <p>19 BY MR. STUEVE:</p> <p>20 Q. Sir, it was discussed and</p> <p>21 presented at the Board meeting you were at;</p> <p>22 right?</p>
<p style="text-align: right;">259</p> <p>1 Q. Sir, the supply adjustments that</p> <p>2 was being recommended by the marketing committee</p> <p>3 and that was approved by the Board was that the</p> <p>4 industry moult all flocks at 62 weeks and</p> <p>5 dispose of spent hens by 108 weeks, and that</p> <p>6 this plan of action take place immediately and</p> <p>7 carry through until August 1, 2004. Did I read</p> <p>8 that correctly?</p> <p>9 <b>A. That's what you read.</b></p> <p>10 Q. And the purpose of that was to</p> <p>11 reduce the supply of eggs?</p> <p>12 <b>A. That may have been what some</b></p> <p>13 <b>people there thought the purpose was, but that</b></p> <p>14 <b>ain't what our purpose was.</b></p> <p>15 Q. And I'm not asking about what Rose</p> <p>16 Acre's purpose, the purpose of the marketing</p> <p>17 committee and the UEP Board that approved this.</p> <p>18 The purpose of this supply adjustment action</p> <p>19 plan was to reduce the supply of eggs in order</p> <p>20 to boost prices. Correct, sir?</p> <p>21 MS. REDDING: Object to the form</p> <p>22 of that question.</p>	<p style="text-align: right;">261</p> <p>1 <b>A. They always had their voluntary</b></p> <p>2 <b>plans which people could submit and do or not</b></p> <p>3 <b>do.</b></p> <p>4 Q. And what you understood, just like</p> <p>5 everybody else did in that Board meeting,</p> <p>6 because there's numerous examples of this, the</p> <p>7 supply adjustment action plans, that the purpose</p> <p>8 of these supply adjustment action plans is</p> <p>9 outlined in the 528 -- Exhibit 528 Board meeting</p> <p>10 minutes was for the industry to moult all flocks</p> <p>11 at 62 weeks and dispose of spent hens by</p> <p>12 108 weeks, and that this plan of action take</p> <p>13 place immediately and carry through until</p> <p>14 August 1, 2004, in an effort to reduce the</p> <p>15 supply of eggs and boost prices; correct, sir?</p> <p>16 MR. BARNES: Objection to form.</p> <p>17 Calls for speculation. The question was</p> <p>18 confusing, extremely long.</p> <p>19 THE WITNESS: I don't know how to</p> <p>20 answer that.</p> <p>21 MR. BARNES: You can have her read</p> <p>22 it back. You lost my train of thought.</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

67 (Pages 262 to 265)

<p style="text-align: right;">262</p> <p>1 MR. STUEVE: Counsel, I just want 2 the record to reflect that I'm letting you talk 3 all you want, and we're going to go back in 4 front of the court, and we'll let the judge 5 decide whether the witness is answering the 6 question. I've put you on notice several times. 7 So keep talking. So read back the question. 8 (The record was read as 9 requested.) 10 MR. BARNES: Objection to form. 11 My objection is well taken. 12 MR. STUEVE: If you need to stop 13 me when I'm asking a question to get it, just 14 let me know, or if you didn't get, I'll redo it. 15 BY MR. STUEVE: 16 Q. Sir, we've got Exhibit 528 in 17 front of you; right? Under the marketing 18 committee, we have the supply adjustment 19 recommendation that was presented to the Board; 20 correct? 21 A. What am I looking at again? 22 You're talking about Mr. Baker's motion?</p>	<p style="text-align: right;">264</p> <p>1 calling them a supply adjustment plan. It was a 2 voluntary recommendation that UEP would present 3 to the members, and they could do it, not do it, 4 or whatever. We always chose never to do it 5 because we didn't agree with them. 6 Q. Sir, the term is in the Board 7 meeting minutes, supply adjustment, under 8 marketing committee? 9 A. That's what it states here. 10 Q. Do you see the words supply 11 adjustments under marketing committee? 12 A. Yes. 13 Q. That's not -- those are not my 14 words, sir, those were the words that were used? 15 A. That's what was printed in the 16 minutes here. 17 Q. And so -- and we've seen the 18 May 2002 supply adjustment action plan as well; 19 right? We looked at earlier? 20 A. Which one are you referring to? 21 Q. The one in the United Voices that 22 we looked at earlier?</p>
<p style="text-align: right;">263</p> <p>1 Q. Talking about the marketing 2 committee. See it there? 3 A. Yeah. 4 Q. Committee chairman? 5 A. Yeah. 6 Q. Advised the Board in which he sat 7 on were at that meeting, right, about the 8 recommendation from the marketing committee; 9 right? 10 A. Yes. 11 Q. And this is not the first one of 12 these supply adjustment action plans that we've 13 looked at; correct? 14 A. I think when the marketing 15 committee done their thing, they always 16 presented to the people, from what my 17 recollection was, they had these charts and 18 stuff that they adjusted the figures and they 19 made recommendations to producers what to do. 20 Q. These supply adjustment plans, we 21 looked at one from May 2002; right? 22 A. They weren't supply -- you're</p>	<p style="text-align: right;">265</p> <p>1 A. We looked at this one? 2 Q. Yes. 3 A. This is 204. 4 Q. Right. Exhibit 527. 5 A. Yeah. That's 2002. 6 Q. Right, in May of 2002. We looked 7 at the supply action plan; right? Sir, on the 8 first page, first sentence? 9 A. Okay. The headline. 10 Q. Supply action plan must be 11 followed now. Do you see that? 12 A. Yes. 13 Q. And then if you go on down, the 14 United Voices sets out what the UEP's marketing 15 committee supply action plan was; correct? 16 A. That's what I think I see printed 17 here. 18 Q. Yes. And now we're looking at 19 Exhibit 528. That's May of 2004, and at the 20 marketing committee, the marketing committee 21 approved by the Board was making another supply 22 adjustment recommendation; correct, sir?</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

68 (Pages 266 to 269)

<p style="text-align: right;">266</p> <p>1           <b>A. That's what this -- the motion --</b>  2           <b>that's what I'm reading it says here. That's</b>  3           <b>what it says.</b>  4           Q. This was approved by the Board;  5           right?  6           <b>A. By the ones that voted for it.</b>  7           Q. And it says, it was moved by Baker  8           and seconded by Fortin to recommend that the  9           industry moult all flocks at 62 weeks and  10           dispose of spent hens by 108 weeks, and that  11           this plan of action take place immediately and  12           carry through until August 1, 2004?  13           <b>A. That's what it reads and says</b>  14           <b>here.</b>  15           Q. And you understood as a member of  16           the Board that the purpose of this supply  17           adjustment plan was to reduce the supply of eggs  18           with the hope of boosting prices; correct, sir?  19           <b>A. I can't say that I understood that</b>  20           <b>part of it.</b>  21           Q. Show you what's been marked as  22           Exhibit 215?</p>	<p style="text-align: right;">268</p> <p>1           page, it was moved by Wicker and seconded by  2           Schimpf to recommend to the Board a plan for  3           hens currently scheduled for disposal between  4           December 2004 and July 1, 2005, to be disposed  5           of 4 weeks early or reduce your flock size by  6           5 percent; right?  7           <b>A. That's what it says there.</b>  8           Q. It says carried; right?  9           <b>A. What?</b>  10           Q. That it carried; right?  11           <b>A. Where?</b>  12           Q. The very next word?  13           <b>A. It says motion tabled at the</b>  14           <b>bottom -- wait. I'm looking at the wrong thing,</b>  15           <b>I think. It says motion was tabled.</b>  16           Q. Sir, under the recommendations to  17           the Board, the lowest -- the final motion there?  18           <b>A. Are you talking about Osborn</b>  19           <b>and --</b>  20           Q. On 134. Are you on that page?  21           <b>A. Wait. Okay. I was looking at the</b>  22           <b>one above it.</b></p>
<p style="text-align: right;">267</p> <p>1           <b>A. Okay.</b>  2           Q. Is there a 529?  3           MR. BARNES: No, there isn't. I  4           don't think there is.  5           MR. HICKEY: There was briefly.  6           MR. BARNES: That was earlier  7           today. 215.  8           BY MR. STUEVE:  9           Q. Sir, these are shell egg marketing  10           committee minutes of August 20, 2004; correct?  11           <b>A. It looks that way.</b>  12           Q. And Mr. Hinton is listed as a  13           committee member; correct?  14           <b>A. I'm not seeing his name.</b>  15           Q. Under the committee and staff,  16           third line down, right in the middle?  17           <b>A. Yep.</b>  18           Q. And he was a member of that  19           committee in 2004; right?  20           <b>A. Yes.</b>  21           Q. And if you would, over on  22           recommendations to the Board, on the second</p>	<p style="text-align: right;">269</p> <p>1           Q. Recommendations to the Board.  2           Motion. It was moved by Wicker and seconded by  3           Schimpf to recommend to the Board a plan of hens  4           currently scheduled for disposal between  5           December 1, 2004, and July 1, 2005 to be  6           disposed of 4 weeks early or reduce your flock  7           size by 5 percent. Do you see that?  8           <b>A. That's what it says.</b>  9           Q. It says carried, right?  10           <b>A. It says carried.</b>  11           Q. And there is no indication here  12           that Mr. Hinton objected to it, right?  13           <b>A. Or voted for it. It doesn't say</b>  14           <b>one way of the other.</b>  15           Q. And, sir, the purpose of this,  16           like the other supply action plans we've looked  17           at that were recommended by the marketing  18           committee and approved by the Board was to  19           reduce the supply of eggs to boost egg prices;  20           correct?  21           MR. BARNES: Objection.  22           THE WITNESS: I have no idea what</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

69 (Pages 270 to 273)

<p style="text-align: right;">270</p> <p>1 they was -- what their personal -- what</p> <p>2 everyone's feelings was on it.</p> <p>3 BY MR. STUEVE:</p> <p>4 Q. Well, surely if you reduce the</p> <p>5 flock size by 5 percent, if all egg producer --</p> <p>6 <b>A. It depends on how old your</b></p> <p>7 <b>chickens were.</b></p> <p>8 Q. If they reduced the flock size by</p> <p>9 5 percent and enough egg producers did that,</p> <p>10 that would reduce the supply of eggs and boost</p> <p>11 egg prices; correct, sir?</p> <p>12 <b>A. Depends on if they put new ones</b></p> <p>13 <b>back in or not.</b></p> <p>14 Q. But the purpose of this was to</p> <p>15 hope to reduce the supply of eggs and boost egg</p> <p>16 prices; right?</p> <p>17 MR. BARNES: Objection.</p> <p>18 THE WITNESS: I wasn't at that</p> <p>19 meeting.</p> <p>20 BY MR. STUEVE:</p> <p>21 Q. Mr. Hinton was, Rose Acre; right?</p> <p>22 <b>A. Yeah. I assume that. It's listed</b></p>	<p style="text-align: right;">272</p> <p>1 over?</p> <p>2 <b>A. Yep. Greg.</b></p> <p>3 Q. Greg would have been a member of</p> <p>4 the -- in 2005, Mr. Hinton would have been on</p> <p>5 the marketing and price discovery committee;</p> <p>6 right?</p> <p>7 <b>A. I think so.</b></p> <p>8 Q. Mr. Hendrix would have been on the</p> <p>9 animal welfare committee that was in charge of</p> <p>10 implementing the UEP certified program; right?</p> <p>11 <b>A. Correct.</b></p> <p>12 Q. And you would have been on the</p> <p>13 Board of Directors; right?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. As well as the government</p> <p>16 relations committee, spent hen committee, and</p> <p>17 the public relations committee; correct, sir?</p> <p>18 <b>A. If that's what they listed.</b></p> <p>19 Q. Now, if you would, on these</p> <p>20 minutes, in addition to KY Hendrix and Greg</p> <p>21 Hinton, you were also listed as at the Board</p> <p>22 meeting up on the third row?</p>
<p style="text-align: right;">271</p> <p>1 <b>that he was there.</b></p> <p>2 Q. Show you what's been marked as</p> <p>3 Exhibit 139.</p> <p>4 If you would, the UEP Board of</p> <p>5 Directors meeting, January 25, 2005. Do you</p> <p>6 recall being at that Board of Directors meeting,</p> <p>7 sir?</p> <p>8 <b>A. Probably was. I don't recall it</b></p> <p>9 <b>exactly. Was I listed?</b></p> <p>10 Q. You're not listed under the Board</p> <p>11 members. Do you recall whether you were there?</p> <p>12 <b>A. I may not have been. I never</b></p> <p>13 <b>attended all the meetings.</b></p> <p>14 Q. Okay. Now, if you would under the</p> <p>15 members and guests, about six rows down it's KY</p> <p>16 Hendrix and Greg Hinton are both on that line;</p> <p>17 right?</p> <p>18 MR. BARNES: I think it's seven</p> <p>19 lines down.</p> <p>20 THE WITNESS: I see Greg, or KY.</p> <p>21 BY MR. STUEVE:</p> <p>22 Q. Okay. The same line, four names</p>	<p style="text-align: right;">273</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. Now, if you look under the</p> <p>3 chairman's comments by Mr. Defner down at the</p> <p>4 bottom in italics? It says --</p> <p>5 <b>A. Where are you looking?</b></p> <p>6 Q. Right at the bottom of the first</p> <p>7 page, sir, right down at the bottom under</p> <p>8 chairman's comments?</p> <p>9 <b>A. Okay.</b></p> <p>10 Q. We don't have to accept low prices</p> <p>11 and we can have a good 2005 if we just make a</p> <p>12 few changes and work together. Did I read that</p> <p>13 correctly?</p> <p>14 <b>A. That's what it says.</b></p> <p>15 Q. Do you remember those comments by</p> <p>16 Mr. Defner?</p> <p>17 <b>A. Not particularly.</b></p> <p>18 Q. It says the economic summit</p> <p>19 highlighted some of the problems and some of you</p> <p>20 have already reacted in a positive manner. We</p> <p>21 need more of you to participate in a positive</p> <p>22 change. Thanks to those that have prepaid your</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

70 (Pages 274 to 277)

<p style="text-align: right;">274</p> <p>1 2005 dues and assessments. Did I read that</p> <p>2 correctly?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. The positive change he was talking</p> <p>5 about was participating in the supply reduction</p> <p>6 action plans that were being recommended by the</p> <p>7 Board; right?</p> <p>8 MR. BARNES: Objection.</p> <p>9 THE WITNESS: I think they was</p> <p>10 jabbing at a bunch of us who were not in</p> <p>11 participation of the voluntary reductions.</p> <p>12 BY MR. STUEVE:</p> <p>13 Q. What voluntary reductions are you</p> <p>14 referring to, sir?</p> <p>15 <b>A. All of the supply management</b></p> <p>16 <b>things that you talk about.</b></p> <p>17 Q. And so they were frustrated</p> <p>18 because some folks weren't participating in</p> <p>19 those supply management programs; is that</p> <p>20 correct?</p> <p>21 MS. LEVINE: Objection.</p> <p>22 THE WITNESS: People in our neck</p>	<p style="text-align: right;">276</p> <p>1 earlier than previously scheduled and/or flock</p> <p>2 size reduction by 5 percent be extended through</p> <p>3 Labor Day. Carried. Did I read that correctly?</p> <p>4 <b>A. That's what you read correctly,</b></p> <p>5 <b>yeah.</b></p> <p>6 Q. This is another example of a</p> <p>7 supply management action plan that was intended</p> <p>8 to reduce the supply of eggs and boost prices;</p> <p>9 correct, sir?</p> <p>10 MR. BARNES: Objection.</p> <p>11 THE WITNESS: Not the way we</p> <p>12 perceived it.</p> <p>13 BY MR. STUEVE:</p> <p>14 Q. But that was the purpose; right?</p> <p>15 <b>A. I can't say what the purpose was.</b></p> <p>16 <b>I reiterate our purpose, we -- when we joined</b></p> <p>17 <b>UEP, we never participated in any supply</b></p> <p>18 <b>agreements, nor voted for them.</b></p> <p>19 Q. And this -- you would agree,</p> <p>20 whether you voted for it or not, that this --</p> <p>21 <b>A. I agree with what it says here.</b></p> <p>22 Q. And that is an attempt to restrict</p>
<p style="text-align: right;">275</p> <p>1 of the woods never participated in those for the</p> <p>2 most part that were in the breaking business.</p> <p>3 BY MR. STUEVE:</p> <p>4 Q. Those you're referring to are</p> <p>5 supply management?</p> <p>6 <b>A. Yeah.</b></p> <p>7 Q. And let's look at yet another</p> <p>8 example of the supply management action plans</p> <p>9 here. It's on 104. If you look on 103 at the</p> <p>10 bottom of the page, this is the marketing</p> <p>11 committee report?</p> <p>12 <b>A. What page are you on?</b></p> <p>13 Q. At the bottom of 103, so it's the</p> <p>14 second page. If you look at the Bates range at</p> <p>15 the bottom, 103?</p> <p>16 <b>A. Yeah.</b></p> <p>17 Q. And it's a marketing committee</p> <p>18 report. Do you see that? And then over on the</p> <p>19 next page, the top of 104, it says, second</p> <p>20 motion, it was moved by Mooney and seconded by</p> <p>21 Dean to recommend that the current intentions</p> <p>22 program for flocks to be disposed of 4 weeks</p>	<p style="text-align: right;">277</p> <p>1 the supply of eggs; is it not, sir?</p> <p>2 MS. LEVINE: Objection.</p> <p>3 MR. STUEVE: Go ahead and answer,</p> <p>4 sir.</p> <p>5 THE WITNESS: Repeat the question.</p> <p>6 (The record was read as</p> <p>7 requested.)</p> <p>8 MS. LEVINE: Same objection.</p> <p>9 MR. BARNES: Did he answer that?</p> <p>10 Do you have an answer or not?</p> <p>11 THE REPORTER: I did not have an</p> <p>12 answer.</p> <p>13 MR. STUEVE: Go ahead and answer,</p> <p>14 sir.</p> <p>15 THE WITNESS: Repeat the question</p> <p>16 again.</p> <p>17 (The record was read as</p> <p>18 requested.)</p> <p>19 THE WITNESS: I don't know if it</p> <p>20 would be or not. It may be -- it may be</p> <p>21 considered that way. I don't know.</p> <p>22 BY MR. STUEVE:</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

71 (Pages 278 to 281)

<p style="text-align: right;">278</p> <p>1 Q. And the motion carried; right?</p> <p>2 <b>A. That's what it says.</b></p> <p>3 Q. And Mr. Hinton would have been on</p> <p>4 that committee at that time; correct?</p> <p>5 <b>A. He would have been on the</b></p> <p>6 <b>committee that evidently recommended the motion.</b></p> <p>7 MR. STUEVE: We need to change the</p> <p>8 tape.</p> <p>9 MR. BARNES: Sure.</p> <p>10 THE VIDEOGRAPHER: This is the end</p> <p>11 of videotape number 3. Off the record at 3:29</p> <p>12 p.m.</p> <p>13 (A brief recess was taken.)</p> <p>14 THE VIDEOGRAPHER: This is the</p> <p>15 beginning of tape number 4. Back on the record</p> <p>16 at 3:35 p.m.</p> <p>17 BY MR. STUEVE:</p> <p>18 Q. Show you what's been marked as</p> <p>19 Exhibit 111. This is minutes from the marketing</p> <p>20 committee dated June 1, 2005; is that correct,</p> <p>21 sir?</p> <p>22 <b>A. Yes.</b></p>	<p style="text-align: right;">280</p> <p>1 Q. The motion carried; did it not?</p> <p>2 <b>A. It says carried.</b></p> <p>3 Q. Did you vote in favor of that?</p> <p>4 <b>A. I would have voted against it.</b></p> <p>5 Q. There is no indication here that</p> <p>6 -- whether you voted for it or against it;</p> <p>7 right?</p> <p>8 <b>A. Correct.</b></p> <p>9 Q. Why would you have voted against</p> <p>10 it?</p> <p>11 <b>A. I would have only voted against it</b></p> <p>12 <b>if there had been recommendations for early</b></p> <p>13 <b>sales and early moults. We never -- there's a</b></p> <p>14 <b>lot of us that never did that.</b></p> <p>15 Q. Sir, is it your testimony you</p> <p>16 believe you voted against the economic alert</p> <p>17 being sent out?</p> <p>18 <b>A. I may have just said that. When I</b></p> <p>19 <b>sit here and look at what it says, price</b></p> <p>20 <b>forecast and a list of possible options. I have</b></p> <p>21 <b>no idea what those were. I don't recall.</b></p> <p>22 Q. Well, sir, I think -- let's look</p>
<p style="text-align: right;">279</p> <p>1 Q. And you're listed as present;</p> <p>2 correct?</p> <p>3 <b>A. Correct.</b></p> <p>4 Q. And the -- if you would, at the</p> <p>5 bottom, it says, Paul Osborn suggested that UEP</p> <p>6 issue an industry economic alert in which</p> <p>7 information on price forecast along with</p> <p>8 possible solutions to the economic problem could</p> <p>9 be communicated. Do you see that?</p> <p>10 <b>A. Yeah.</b></p> <p>11 Q. After considered discussion about</p> <p>12 the many reasons for current and future economic</p> <p>13 problems, the following motion was made. It was</p> <p>14 moved by Osborn seconded by Schimpf, the UEP to</p> <p>15 distribute an economic alert to the members, the</p> <p>16 alert to include price forecasts and a list of</p> <p>17 possible options to correct the oversupply</p> <p>18 problem. Do you see that?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. Do you remember that being</p> <p>21 discussed, sir, that marketing committee?</p> <p>22 <b>A. Not that, individually, I do not.</b></p>	<p style="text-align: right;">281</p> <p>1 at Exhibit 117.</p> <p>2 Before I show you this, so you're</p> <p>3 not sure whether you voted for the economic</p> <p>4 alert or not; is that right?</p> <p>5 <b>A. I can't say one way or the other,</b></p> <p>6 <b>because of the economic alert, I have no idea on</b></p> <p>7 <b>that.</b></p> <p>8 Q. And this document like all the</p> <p>9 other ones, there is no indication that you</p> <p>10 voted against it; right?</p> <p>11 <b>A. There is no indication I voted for</b></p> <p>12 <b>it or against it.</b></p> <p>13 Q. Now, let me show you what's been</p> <p>14 marked as Exhibit 117. And this is Egg Industry</p> <p>15 Economic Alert; right?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. It has just the facts; right?</p> <p>18 <b>A. That's what it says.</b></p> <p>19 Q. Good news, the bad news, and then</p> <p>20 possible solutions as suggested by the marketing</p> <p>21 committee?</p> <p>22 <b>A. Yes.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

72 (Pages 282 to 285)

<p style="text-align: right;">282</p> <p>1 Q. In which you were in attendance; 2 right? We just looked at Exhibit 111? 3 <b>A. Yes. I was in attendance.</b> 4 Q. And in the solutions suggested by 5 the marketing committee was dispose of spent 6 hens 4 weeks earlier than previously scheduled 7 and/or reduce your flock size by 5 percent 8 through Labor Day; right? That's one of them? 9 <b>A. That's one of them.</b> 10 Q. If that, in fact, were followed by 11 members of the egg industry, the hope and intent 12 was that would reduce the supply of eggs and 13 reduce prices; right, sir? 14 MR. BARNES: Objection. 15 THE WITNESS: If you'll read it, 16 it says, it is in your best economic interest to 17 do so, the potential crisis can't be avoided by 18 -- they underline it, it says, it is in your 19 best economic interest to do so, the potential 20 crisis can't be avoided by your action. They 21 asked for voluntary action for people to do 22 stuff.</p>	<p style="text-align: right;">284</p> <p>1 <b>hatch of flocks. Once they're put in the</b> 2 <b>incubator, unless you kill them, you can't delay</b> 3 <b>the hatch.</b> 4 Q. Right. And so that's the only way 5 they could have done it, was to kill them; 6 right? 7 <b>A. This is a list of suggestions and</b> 8 <b>possible solutions that they sent out to the</b> 9 <b>members, it looks like.</b> 10 Q. But if they did delay the hatch of 11 all flocks, right, that would reduce the supply 12 of laying hens, right, that would reduce the 13 supply of eggs -- hold on, let me finish -- 14 reduce the supply of eggs with the hope of 15 boosting egg prices; correct? 16 <b>A. I have no idea.</b> 17 Q. But that's what was intended 18 there; right? 19 MR. BARNES: Objection. 20 THE WITNESS: It was a suggestion. 21 BY MR. STUEVE: 22 Q. If that suggestion were followed,</p>
<p style="text-align: right;">283</p> <p>1 BY MR. STUEVE: 2 Q. But in order for it to be in their 3 best economic interest, the action plan was for 4 folks to dispose of spent hens 4 weeks earlier 5 than previously scheduled and/or reduce your 6 flock size by 5 percent through Labor Day in an 7 effort to reduce the supply of eggs and boost 8 egg prices; correct, sir? 9 <b>A. It says possible solutions as</b> 10 <b>suggested.</b> 11 Q. And the solution that would be in 12 the economic interest of the members would be 13 for members to dispose of spent hens 4 weeks 14 earlier than previously scheduled and/or reduce 15 flock size by 5 percent through Labor Day to 16 reduce the supply of eggs and increase prices; 17 correct, sir? 18 <b>A. That's what it says.</b> 19 Q. And the second bullet point is to 20 delay the hatch of all flocks, leave houses 21 empty for a period of time? 22 <b>A. I don't know how you delay the</b></p>	<p style="text-align: right;">285</p> <p>1 the purpose was to reduce the supply of eggs and 2 increase egg prices; correct, sir? 3 <b>A. Repeat your question.</b> 4 <b>(The record was read as</b> 5 <b>requested.)</b> 6 MS. LEVINE: Objection. 7 THE WITNESS: It says here 8 possible solutions as suggested by the marketing 9 committee. They listed a whole bunch of 10 different things that different producers could 11 do or not do. 12 BY MR. STUEVE: 13 Q. If the recommendation with respect 14 to delay the hatch of all flocks, if that were 15 followed, the purpose was to reduce egg supply 16 and boost egg prices; correct, sir? 17 MS. LEVINE: Same objection. 18 THE WITNESS: Rephrase your 19 question. 20 (The record was read as 21 requested.) 22 THE WITNESS: The delay of the</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

73 (Pages 286 to 289)

<p style="text-align: right;">286</p> <p>1 hatch is what throws me for a loop. I don't 2 recall ever having heard of the delay of hatch 3 of all flocks. I have no idea. 4 BY MR. STUEVE: 5 Q. The next, reduce all hatches by 6 5 percent for the next 6 months. 7 If that were followed, the purpose 8 was -- the purpose was to reduce the supply of 9 eggs and increase prices? 10 <b>A. I can't say what the purpose was.</b> 11 <b>If you reduced all hatches by 5 percent for</b> 12 <b>6 months, that would affect the supply of</b> 13 <b>chickens which long-term would affect the supply</b> 14 <b>of eggs. I never heard of anything like that</b> 15 <b>ever happening.</b> 16 Q. But if that were followed, and it 17 reduced the supply of eggs, the hope was that -- 18 by reducing the supply of eggs, it would boost 19 the prices; right? 20 <b>A. You would have to look at the USDA</b> 21 <b>hatch records and determine if something like</b> 22 <b>that even took place.</b></p>	<p style="text-align: right;">288</p> <p>1 recommendation with respect to reduce all 2 matches by 5 percent for the next 6 months; 3 right? 4 <b>A. They may have. I don't recollect.</b> 5 Q. You knew, because you sat on the 6 marketing committee, they had access to that 7 information; correct? 8 <b>A. I sat on it, I don't remember what</b> 9 <b>took place.</b> 10 Q. They had access to that type of 11 information; correct? 12 <b>A. They may have. I don't recollect.</b> 13 Q. Now, the next solution, increase 14 the hen disposal rate, reduce the chick hatch, 15 leaving some houses empty, we'll make money. Do 16 you see that? 17 <b>A. That's what it says.</b> 18 Q. And again, if that solution were 19 followed, the reason why that would be in the 20 best economic interest of the industry is 21 because it would reduce the egg supply and boost 22 prices; correct?</p>
<p style="text-align: right;">287</p> <p>1 Q. That's what the marketing 2 committee would do, correct, sir, in making 3 these recommendations? 4 <b>A. No. You have to look at the</b> 5 <b>records and see if what they recommended took</b> 6 <b>place or not. I don't know.</b> 7 Q. If in fact -- what I'm asking you 8 to confirm is that if that solution were 9 followed, the purpose of recommending that 10 solution of reduce all hatches by 5 percent for 11 the next 6 months was to reduce the egg supply 12 and boost egg prices. Correct, sir? 13 MR. BARNES: Objection. Compound 14 question. You may answer. 15 THE WITNESS: It would depend on 16 how many was previously set to hatch. There may 17 have been a 10 percent increase of the hatch 18 going into it. I have no idea without looking 19 at the charts. 20 BY MR. STUEVE: 21 Q. But the marketing committee would 22 have looked at that when they would make the</p>	<p style="text-align: right;">289</p> <p>1 <b>A. I don't know that.</b> 2 Q. That's what the marketing 3 committee was designing these solutions for; 4 correct? 5 <b>A. That's what they wrote down here.</b> 6 <b>You have to understand as a company, we never</b> 7 <b>did anything like that, so I have no idea how</b> 8 <b>that would totally affect the egg supply,</b> 9 <b>because of our own personal experience.</b> 10 Q. But the marketing committee, which 11 you sat in on this one, was recommending that 12 solution because the intent of that solution was 13 to reduce the supply of eggs and boost egg 14 prices; correct, sir? 15 <b>A. I have no idea of the intent. I</b> 16 <b>just know what's wrote right here.</b> 17 Q. But the reason why they were 18 recommending that solution and the reason why it 19 would be in the best economic interest of UEP 20 members was because of -- that it would result 21 in the reduction of egg supply, if followed, and 22 boost egg prices; correct?</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

74 (Pages 290 to 293)

<p style="text-align: right;">290</p> <p>1 MR. BARNES: Object to form.</p> <p>2 THE WITNESS: It may have been in</p> <p>3 the interest of some of them. It wasn't in the</p> <p>4 interest of all of them.</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. Now, it says if you are selling</p> <p>7 surplus eggs to the breakers, reduce your flock</p> <p>8 size. Do you see that solution?</p> <p>9 <b>A. What they're telling you is that</b></p> <p>10 <b>you got -- what happens if you let economic and</b></p> <p>11 <b>feed -- the price -- the only cure to low prices</b></p> <p>12 <b>is lower prices. And I say that, the only thing</b></p> <p>13 <b>that really works is when -- if you lose enough</b></p> <p>14 <b>money, you quit doing it.</b></p> <p>15 Q. Sir, I move to strike your answer</p> <p>16 as nonresponsive.</p> <p>17 Do you see the solution that says,</p> <p>18 if you are selling surplus eggs to the breakers,</p> <p>19 reduce your flock size. Do you see that?</p> <p>20 <b>A. It's listed as a possible</b></p> <p>21 <b>solution, as suggested.</b></p> <p>22 Q. Suggested by the marketing</p>	<p style="text-align: right;">292</p> <p>1 Q. And those are the very kinds of</p> <p>2 shady deals that you and your family had for</p> <p>3 years decided you would not participate in and</p> <p>4 would not join UEP; correct, sir?</p> <p>5 MR. BARNES: Object to form.</p> <p>6 MS. LEVINE: Object to form.</p> <p>7 THE WITNESS: We never</p> <p>8 participated in any shady deals. When they</p> <p>9 print something in a newsletter, I don't know</p> <p>10 what's shady about it. It is suggestions of</p> <p>11 what the industry -- of what the people have to</p> <p>12 look at their own position, make determinations,</p> <p>13 does this work for you, does it not work for</p> <p>14 you.</p> <p>15 You have to understand, during all</p> <p>16 these time periods, we were out building new</p> <p>17 chicken houses. We had competitors building new</p> <p>18 chicken houses. We was adding to the overall</p> <p>19 chicken house base. The hatches would go up.</p> <p>20 People were out doing for their own economic</p> <p>21 best interest. What was suggested at one of</p> <p>22 these meetings was meaningless most of the time.</p>
<p style="text-align: right;">291</p> <p>1 committee; right?</p> <p>2 <b>A. Yeah.</b></p> <p>3 Q. If that solution were followed,</p> <p>4 the reason why the marketing committee was</p> <p>5 recommending it was because it would reduce the</p> <p>6 egg supply and boost egg prices; correct, sir?</p> <p>7 <b>A. I can't say it would reduce the</b></p> <p>8 <b>supply. The records will show whether it did or</b></p> <p>9 <b>didn't. I don't know.</b></p> <p>10 Q. But the reason why they were</p> <p>11 recommending the solution was that if it were</p> <p>12 followed, they were hoping it would reduce the</p> <p>13 egg supply and boost egg prices; correct, sir?</p> <p>14 <b>A. I'm not understanding what you're</b></p> <p>15 <b>saying.</b></p> <p>16 MR. STUEVE: Can you read it back</p> <p>17 to him, please?</p> <p>18 (The record was read as</p> <p>19 requested.)</p> <p>20 THE WITNESS: Some may have been</p> <p>21 thinking that.</p> <p>22 BY MR. STUEVE:</p>	<p style="text-align: right;">293</p> <p>1 BY MR. STUEVE:</p> <p>2 Q. Exhibit 170, it's not a new one,</p> <p>3 it's an existing exhibit.</p> <p>4 Now, remember, your sworn</p> <p>5 testimony under oath, Mr. Rust, is that every</p> <p>6 time there was a supposed recommendation with</p> <p>7 respect to supply management, you voted against</p> <p>8 it. Do you recall that testimony?</p> <p>9 <b>A. I never voted for them.</b></p> <p>10 Q. And you've repeatedly testified to</p> <p>11 that effect today; right, sir?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. Let's look at UEP marketing</p> <p>14 committee minutes, March 31, 2006.</p> <p>15 You're listed as in attendance;</p> <p>16 right?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. It says -- on the motion, do you</p> <p>19 see that in all bold. It was moved by Baker and</p> <p>20 seconded by Schimpf to recommend to the members</p> <p>21 a program calling for flocks to be molted</p> <p>22 6 weeks earlier than previously scheduled and to</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

75 (Pages 294 to 297)

<p style="text-align: right;">294</p> <p>1 dispose of spent hens 6 weeks earlier than</p> <p>2 previously scheduled. Did I read that</p> <p>3 correctly?</p> <p>4 <b>A. That's what it says.</b></p> <p>5 Q. It says motion passed unanimously;</p> <p>6 correct, sir?</p> <p>7 <b>A. That's what it says, but I would</b></p> <p>8 <b>never have voted for it. This was a call. I</b></p> <p>9 <b>may have had my phone on mute when the vote was</b></p> <p>10 <b>taking place. I don't recall.</b></p> <p>11 Q. Then the next motion right below</p> <p>12 that was, Motion: Recommend that the UEP</p> <p>13 chairman appoint a task force to look at</p> <p>14 long-term solutions for supply/demand problems.</p> <p>15 Do you see that?</p> <p>16 <b>A. Is that the one above the raised</b></p> <p>17 <b>objections to moving the 67-inch rule?</b></p> <p>18 Q. I'm reading right at the bottom,</p> <p>19 sir, all the way at the bottom, the second</p> <p>20 motion. It says, Motion: Recommend that the</p> <p>21 UEP chairman appoint a task force to look at</p> <p>22 long-term solutions for supply/demand problems.</p>	<p style="text-align: right;">296</p> <p>1 <b>buy them as coming from chickens that had more</b></p> <p>2 <b>room than birds that did not.</b></p> <p>3 Q. So this cooperative would adopt</p> <p>4 guidelines that it would have a cage space</p> <p>5 requirement?</p> <p>6 <b>A. FMI had come to what our</b></p> <p>7 <b>understanding was when we joined UEP, FMI, which</b></p> <p>8 <b>is a group of retail grocery chains had come to</b></p> <p>9 <b>UEP and asked for a long-term phased-in square</b></p> <p>10 <b>inch thing that would allow the birds to have</b></p> <p>11 <b>more space.</b></p> <p>12 MR. STUEVE: Move to strike the</p> <p>13 answer as nonresponsive.</p> <p>14 BY MR. STUEVE:</p> <p>15 Q. Sir, my question is about your</p> <p>16 eggs product co-op, not UEP.</p> <p>17 The eggs product co-op that you</p> <p>18 were involved in establishing; do you recall</p> <p>19 that?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. Was it ever established?</p> <p>22 <b>A. Yes.</b></p>
<p style="text-align: right;">295</p> <p>1 Do you see that?</p> <p>2 <b>A. Yes. It says the motion failed</b></p> <p>3 <b>for lack of a second.</b></p> <p>4 Q. Right. Then it goes over to the</p> <p>5 next page. Gregory announced he would send out</p> <p>6 a supply/demand alert to the industry as quickly</p> <p>7 as possible.</p> <p>8 Do you remember how often he would</p> <p>9 send out these supply/demand alerts?</p> <p>10 <b>A. A lot, from memory.</b></p> <p>11 Q. Now, do you recall being involved</p> <p>12 in trying to set up an eggs product cooperative?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. And when did you begin that</p> <p>15 process, sir?</p> <p>16 <b>A. I don't recall the exact date, but</b></p> <p>17 <b>it was sometime -- I would have to look at a</b></p> <p>18 <b>record to refresh my memory of the date.</b></p> <p>19 Q. What was the purpose of that eggs</p> <p>20 product co-op?</p> <p>21 <b>A. It was to market certified egg</b></p> <p>22 <b>products to the customers, the people that would</b></p>	<p style="text-align: right;">297</p> <p>1 Q. When was it established?</p> <p>2 <b>A. Sometime in the middle of this.</b></p> <p>3 Q. Okay.</p> <p>4 <b>A. I don't remember the exact years.</b></p> <p>5 <b>We had meetings. We never ever sold a product.</b></p> <p>6 Q. Okay. So is it still functioning?</p> <p>7 <b>A. No.</b></p> <p>8 Q. So how many meetings did you have?</p> <p>9 <b>A. I don't recall exactly. Maybe a</b></p> <p>10 <b>dozen.</b></p> <p>11 Q. And who else was part of that</p> <p>12 co-op?</p> <p>13 <b>A. It would have been -- from memory,</b></p> <p>14 <b>it would have been certified egg breaking</b></p> <p>15 <b>companies that were in the certified hen -- had</b></p> <p>16 <b>UEP certified program that FMI had asked their</b></p> <p>17 <b>members to participate in.</b></p> <p>18 Q. With respect to egg producers,</p> <p>19 sir, who were the members?</p> <p>20 <b>A. It would have been Cal-Maine</b></p> <p>21 <b>Foods -- they were not an actual member -- yeah,</b></p> <p>22 <b>they were, I think. It may have been a</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

76 (Pages 298 to 301)

<p style="text-align: right;">298</p> <p>1 different entity.</p> <p>2 Let me think here. National</p> <p>3 Foods. Hickman Egg Ranch. Wabash Valley, I</p> <p>4 think. Crystal Lake or Creighton Brothers Egg</p> <p>5 Farm. There could have been a couple more.</p> <p>6 Q. And as I understand it, the</p> <p>7 purpose of this "co-op" was the members would be</p> <p>8 egg producers who break eggs and sell their egg</p> <p>9 products to customers; correct?</p> <p>10 A. Correct.</p> <p>11 Q. And you could only be a member if</p> <p>12 the eggs that you used for your breaking</p> <p>13 operations were UEP certified; is that correct,</p> <p>14 sir?</p> <p>15 A. Come from the UEP animal care</p> <p>16 program.</p> <p>17 Q. And so, for example, your largest</p> <p>18 competitor at this time was Michael Foods;</p> <p>19 correct?</p> <p>20 A. Correct.</p> <p>21 Q. They wouldn't be able to be a</p> <p>22 member; right?</p>	<p style="text-align: right;">300</p> <p>1 They would squeeze in where they</p> <p>2 couldn't move them for one guy, and then they</p> <p>3 would proclaim they were an animal welfare</p> <p>4 company. They offered both, but it was a</p> <p>5 squeeze for one customer -- it was an animal</p> <p>6 welfare program, it wasn't a means to maximize</p> <p>7 profit for the company. You know, that was the</p> <p>8 only reason we got into the animal welfare</p> <p>9 program. We hoped we could make it a truly only</p> <p>10 animal welfare program.</p> <p>11 Q. Sir, my question was, the way you</p> <p>12 had created the egg products co-op, that would</p> <p>13 have precluded your largest competitor from</p> <p>14 being a member of the co-op; correct?</p> <p>15 A. As long as they had -- no member</p> <p>16 was going to be allowed to produce eggs under</p> <p>17 contract not animal care certified.</p> <p>18 Q. And Michael Foods, you knew, used</p> <p>19 a substantial amount of noncertified eggs in</p> <p>20 their breaking operations; correct, sir?</p> <p>21 A. Correct.</p> <p>22 Q. All right. Now, what were -- you</p>
<p style="text-align: right;">299</p> <p>1 A. They could have been a member only</p> <p>2 if their -- it was going to be for members who</p> <p>3 didn't have production both ways.</p> <p>4 Q. And you knew at the time that you</p> <p>5 were proposing this co-op that Michael Foods</p> <p>6 used noncertified eggs for its breaking</p> <p>7 operations; correct?</p> <p>8 A. Yes.</p> <p>9 Q. And therefore, they would have</p> <p>10 been blocked from being a member of your</p> <p>11 cooperative; right?</p> <p>12 A. Ours was going to be for members</p> <p>13 who was what we call -- would be 100 percent in</p> <p>14 the welfare -- animal welfare program, and not</p> <p>15 for people who were not in the animal welfare</p> <p>16 program, or one of the problems with the animal</p> <p>17 welfare program the way it ended up being, they</p> <p>18 allowed companies to say they are animal welfare</p> <p>19 when in reality, they would be putting chickens</p> <p>20 up for McDonald's at 85 inches and then they</p> <p>21 would be putting chickens up for Hop &amp; Hop</p> <p>22 hamburger stands for 45 inches.</p>	<p style="text-align: right;">301</p> <p>1 understood that by increasing cage space, that</p> <p>2 that would reduce the number of hens that could</p> <p>3 be in an existing cage; correct, sir?</p> <p>4 A. That's a correct statement.</p> <p>5 If you reduced the amount of</p> <p>6 inches per bird in that cage, depending on the</p> <p>7 size of the cage, if you didn't increase the</p> <p>8 space of the cage, you reduced the number of</p> <p>9 hens.</p> <p>10 Q. And, in fact, you were aware that</p> <p>11 the industry considered that cage space</p> <p>12 requirement to be the best tool for reducing</p> <p>13 supply and boosting egg prices that had ever</p> <p>14 been utilized; correct, sir?</p> <p>15 A. Restate your question.</p> <p>16 Q. Yeah. Can you read it back?</p> <p>17 (The record was read as</p> <p>18 requested.)</p> <p>19 MR. BARNES: Objection.</p> <p>20 THE WITNESS: No.</p> <p>21 BY MR. STUEVE:</p> <p>22 Q. Never heard of that before,</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

77 (Pages 302 to 305)

<p style="text-align: right;">302</p> <p>1 Mr. Rust?</p> <p>2 <b>A. Never heard it characterized like</b></p> <p>3 <b>you just characterized it.</b></p> <p>4 Q. Now, what -- in addition to the</p> <p>5 cage space requirements that you were going to</p> <p>6 adopt as in the eggs product co-op, what other</p> <p>7 supply management mechanisms were you going to</p> <p>8 utilize?</p> <p>9 <b>A. We had absolutely no supply</b></p> <p>10 <b>management in our -- in any discussions ever.</b></p> <p>11 Q. Sir, let me show you what's been</p> <p>12 marked as -- here's 529.</p> <p>13 (Rust Exhibit Number 529 was</p> <p>14 marked for identification.)</p> <p>15 MR. MONICA: Get to use it after</p> <p>16 all.</p> <p>17 BY MR. STUEVE:</p> <p>18 Q. Show you what's been marked as</p> <p>19 Exhibit 529. Do you see that?</p> <p>20 This is a letter to you from</p> <p>21 Jones, Waldo, Hallbrook &amp; McDonough?</p> <p>22 <b>A. Yes.</b></p>	<p style="text-align: right;">304</p> <p>1 marketing committee and the price discovery</p> <p>2 committee, the spent hen committee, and the</p> <p>3 public relations committee for UEP; right, sir?</p> <p>4 <b>A. Correct.</b></p> <p>5 Q. Now, in the third paragraph here,</p> <p>6 it says -- first of all, does this list the</p> <p>7 initial members of the egg products co-op?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. National Food Corp.; right?</p> <p>10 <b>A. Where are we at? You said</b></p> <p>11 <b>National Food Corp.? Yes.</b></p> <p>12 Q. Newlaid?</p> <p>13 <b>A. They withdrew.</b></p> <p>14 Q. Rose Acres?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. MOARK?</p> <p>17 <b>A. They withdrew.</b></p> <p>18 Q. When did they withdraw, sir?</p> <p>19 <b>A. Did what?</b></p> <p>20 Q. When did they withdraw?</p> <p>21 <b>A. Second or third meeting, maybe.</b></p> <p>22 Q. Did you know why?</p>
<p style="text-align: right;">303</p> <p>1 Q. Randy Wilson?</p> <p>2 <b>A. Yeah.</b></p> <p>3 Q. He was the lawyer that you were</p> <p>4 utilizing to help you set up the eggs product</p> <p>5 co-op; right?</p> <p>6 <b>A. Correct.</b></p> <p>7 Q. How did you meet Mr. Wilson?</p> <p>8 <b>A. From a recommendation from another</b></p> <p>9 <b>egg producer.</b></p> <p>10 MS. LEVINE: Can you just read in</p> <p>11 the Bates stamp when you put up an exhibit?</p> <p>12 MR. STUEVE: Yeah, NL 1200540</p> <p>13 through 41. And this is dated November 28,</p> <p>14 2006; is that right?</p> <p>15 THE WITNESS: Yes.</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. And at this time, you would have</p> <p>18 been a member of the Board of Directors of UEP,</p> <p>19 a member of the Board of Directors of USEM;</p> <p>20 correct?</p> <p>21 <b>A. Correct.</b></p> <p>22 Q. And you would have been on the</p>	<p style="text-align: right;">305</p> <p>1 <b>A. They determined that they was</b></p> <p>2 <b>already into the marketing of that, and it would</b></p> <p>3 <b>be in competition or -- it wasn't -- I don't</b></p> <p>4 <b>recall the exact reason. They just elected it</b></p> <p>5 <b>wasn't a good fit for them.</b></p> <p>6 Q. Creighton Brothers, Crystal Lake?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. Hickman Family Farms?</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. Belamid Egg Farms?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. Wabash Valley Produce?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. Now, were there other members?</p> <p>15 <b>A. I thought there was, but there may</b></p> <p>16 <b>not have been. We had several invitational</b></p> <p>17 <b>meetings. Like I said, the thing never took</b></p> <p>18 <b>off.</b></p> <p>19 Q. It says here, the third paragraph</p> <p>20 in, it says -- it says, Jerry Wright of United</p> <p>21 Potato Growers of Idaho and I have been invited</p> <p>22 to the United Egg Producers meeting in Atlanta</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

78 (Pages 306 to 309)

<p style="text-align: right;">306</p> <p>1 in January, presumably to explain the supply 2 management mechanism on potatoes and to answer 3 questions from those present. Did I read that 4 correctly? 5 <b>A. That's what it says.</b> 6 Q. When you asked Mr. Wilson -- Randy 7 Wilson to assist you in the eggs product co-op, 8 did he explain to you the supply management 9 mechanisms he had recommended for the potato 10 industry? 11 <b>A. Somewhat.</b> 12 Q. What did he tell you, sir? 13 <b>A. Just that potato growers had</b> 14 <b>formed a cooperative and they actually talked</b> 15 <b>about what people -- what the supply would be</b> 16 <b>and not be.</b> 17 Q. Did he explain to you that they -- 18 the potato producers were implementing a program 19 in which they would reduce the supply of 20 potatoes, and that that supply management 21 program also had an auditing process to make 22 sure that everyone complied?</p>	<p style="text-align: right;">308</p> <p>1 Q. All right. And did you respond to 2 this letter? 3 <b>A. Maybe a phone call. I don't know</b> 4 <b>that I ever responded to that question, or that</b> 5 <b>statement.</b> 6 Q. What supply management activities 7 was the co-op contemplating? 8 <b>A. There was none.</b> 9 Q. Well, sir, the lawyer that set up 10 your cooperative is asking permission to 11 identify your cooperative as an example of a 12 start towards some supply management activities; 13 right? 14 <b>A. He says, I guess another question</b> 15 <b>would be whether I can point to the organization</b> 16 <b>of your cooperative as a start towards some</b> 17 <b>supply management activities.</b> 18 Q. Uh-huh. 19 <b>A. I don't know what he was referring</b> 20 <b>to there.</b> 21 Q. So the lawyer that helped you set 22 up this co-op and is asking to use your co-op as</p>
<p style="text-align: right;">307</p> <p>1 MR. BARNES: Objection. Compound. 2 THE WITNESS: He may have. I 3 don't recall. 4 BY MR. STUEVE: 5 Q. Then he says, I'm wondering if any 6 of our members view this as a conflict, he's 7 referring to the egg products co-op; right? 8 <b>A. Yes.</b> 9 Q. And then he says, I've also 10 wondered if it is not viewed as a conflict 11 whether my involvement in setting up your 12 cooperative is something I should not disclose. 13 I guess another question would be 14 whether I can point to the organization of your 15 cooperative as a start towards some supply 16 management activities. 17 Did I read that correctly? 18 <b>A. That's what it says. I'm not sure</b> 19 <b>what it means.</b> 20 Q. Well, you understand what supply 21 management means; right? 22 <b>A. Yes.</b></p>	<p style="text-align: right;">309</p> <p>1 an example of a start towards some supply 2 management activities, you have no idea what 3 he's talking about? 4 <b>A. Not in that statement.</b> 5 MR. BARNES: Mr. Stueve, I'm just 6 going to reserve an objection. I don't know if 7 privilege has been waived for these discussions 8 and I know there's a claw back provision in our 9 protective order in Kansas. So I just want the 10 record to reflect that I'm going to have to 11 check on this, and see if privilege is going to 12 be asserted by the certified company or not, 13 whether I can use the claw back provision. But 14 I haven't stopped you from asking your 15 questions. 16 (Rust Exhibit Number 530 was 17 marked for identification.) 18 BY MR. STUEVE: 19 Q. I'll show you what's been marked 20 as Exhibit 530. 21 Did you review this? It's Bates 22 range UE 0804935. Did you review this in</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

79 (Pages 310 to 313)

<p style="text-align: right;">310</p> <p>1 preparation for your deposition, Mr. Rust?</p> <p>2 <b>A. I think I saw this one.</b></p> <p>3 Q. Did you attend the agenda for the</p> <p>4 economic summit featuring the CEO and an</p> <p>5 attorney for the United Potato Growers?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. And this would have been -- was</p> <p>8 this -- were you behind recommending that</p> <p>9 Mr. Wilson in 2007 come and talk to the United</p> <p>10 Egg Producers at this economic summit?</p> <p>11 <b>A. I don't recall that.</b></p> <p>12 Q. You would have already retained</p> <p>13 him as counsel to help you set up this egg</p> <p>14 producer cooperative; right?</p> <p>15 <b>A. Correct. My recollection, there</b></p> <p>16 <b>was a reference made about him -- someone read</b></p> <p>17 <b>the article and they knew it was the same</b></p> <p>18 <b>attorney, there was an article I think about the</b></p> <p>19 <b>potato growers or something someplace. I</b></p> <p>20 <b>remember being asked something about it.</b></p> <p>21 Q. Do you remember the supply</p> <p>22 restriction programs that he outlined for the</p>	<p style="text-align: right;">312</p> <p>1 what response you have gotten to date on this?</p> <p>2 Marcus. You were asking about the economic</p> <p>3 summit in which Randon Wilson presented the</p> <p>4 supply management program that United Potato</p> <p>5 Growers had implemented?</p> <p>6 <b>A. Yeah, from reading this, I think</b></p> <p>7 <b>when he made his presentation, he was talking</b></p> <p>8 <b>about the -- I think he was talking about how</b></p> <p>9 <b>they had done potato acres or something like</b></p> <p>10 <b>that, and I was kind of curious as to what the</b></p> <p>11 <b>response was from the egg producers.</b></p> <p>12 Q. When you're talking about potato</p> <p>13 acres, you're meaning there was a commitment by</p> <p>14 -- industry-wide by potato growers to not plant</p> <p>15 so many acres, to set it aside, that would be</p> <p>16 audited which would result in the supply of</p> <p>17 potatoes being reduced, and therefore a boost in</p> <p>18 potato prices; correct, sir?</p> <p>19 MR. BARNES: Objection to the form</p> <p>20 of that question.</p> <p>21 THE WITNESS: Restate your</p> <p>22 question again.</p>
<p style="text-align: right;">311</p> <p>1 United Egg Producers?</p> <p>2 <b>A. I don't remember that.</b></p> <p>3 Q. You don't?</p> <p>4 <b>A. No.</b></p> <p>5 Q. But you were there; right?</p> <p>6 <b>A. I was there.</b></p> <p>7 Q. All right. And then you asked</p> <p>8 Gene, just curious as to what response you have</p> <p>9 gotten to date on this. You're referring to the</p> <p>10 economic summit; right?</p> <p>11 <b>A. Let me look here. What was the</b></p> <p>12 <b>question again?</b></p> <p>13 Q. When you were asking Gene, just</p> <p>14 curious as to what response you've gotten to</p> <p>15 date on this, are you referring to the economic</p> <p>16 summit in which Randon Wilson made a</p> <p>17 presentation about the supply management program</p> <p>18 that United Potato Growers had implemented?</p> <p>19 <b>A. I don't recall. Just -- I'm still</b></p> <p>20 <b>not sure -- what are you asking again? Repeat</b></p> <p>21 <b>your question.</b></p> <p>22 Q. It says, Gene, just curious as to</p>	<p style="text-align: right;">313</p> <p>1 (The record was read as</p> <p>2 requested.)</p> <p>3 THE WITNESS: I really don't</p> <p>4 recall.</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. Now, Gene Gregory responds,</p> <p>7 Marcus, I've heard from no one with any comments</p> <p>8 about the economic summit with potato growers.</p> <p>9 It would surprise me if the vast majority of our</p> <p>10 UEP members are ready for such avenue</p> <p>11 restrictive cooperative; do you see that?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. Do you understand what he meant by</p> <p>14 that, sir?</p> <p>15 (Interruption.)</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. Let me ask it again. Someone</p> <p>18 interrupted.</p> <p>19 Sir, the -- do you see where it</p> <p>20 says in the Gene Gregory e-mail back to you that</p> <p>21 it would surprise me if the vast majority of our</p> <p>22 UEP members are ready for such a restrictive</p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

80 (Pages 314 to 317)

<p style="text-align: right;">314</p> <p>1 cooperative. Do you see that there?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. What he was referring to there</p> <p>4 would be the -- a similar program in the egg</p> <p>5 industry with respect to restrictions on flock</p> <p>6 size; is that correct?</p> <p>7 MR. BARNES: Object to the form of</p> <p>8 that question.</p> <p>9 THE WITNESS: Restate it again.</p> <p>10 MR. STUEVE: Can you read it back</p> <p>11 for him, please?</p> <p>12 (The record was read as</p> <p>13 requested.)</p> <p>14 MR. BARNES: Same objection.</p> <p>15 THE WITNESS: I'm not sure how to</p> <p>16 answer that.</p> <p>17 MR. BARNES: Do the best you can.</p> <p>18 THE WITNESS: We never ever</p> <p>19 discussed any supply management at any of our</p> <p>20 meetings. But what was Randon, I think, did</p> <p>21 discuss or what I read in the Wall Street about</p> <p>22 someplace, whether he said it or I read it, they</p>	<p style="text-align: right;">316</p> <p>1 <b>A. There were a lot of UEP members</b></p> <p>2 <b>that were anti-supply management issues.</b></p> <p>3 MR. BARNES: Let him finish his</p> <p>4 question.</p> <p>5 Go ahead, Mr. Stueve.</p> <p>6 BY MR. STUEVE:</p> <p>7 Q. What I'm asking you is what you</p> <p>8 understood he meant, meaning Mr. Gregory, in</p> <p>9 reference to such a restrictive cooperative</p> <p>10 would be -- whether some UEP producers would be</p> <p>11 willing to agree to flock reductions with a</p> <p>12 similar program that had been implemented by the</p> <p>13 potato growers; correct, sir?</p> <p>14 MS. LEVINE: Object to the form of</p> <p>15 the question.</p> <p>16 THE WITNESS: Restate your</p> <p>17 question.</p> <p>18 MR. STUEVE: Can you read it for</p> <p>19 me.</p> <p>20 THE WITNESS: Re-ask it.</p> <p>21 MR. STUEVE: Let me have her read</p> <p>22 it back, and then if you still don't understand</p>
<p style="text-align: right;">315</p> <p>1 talked about the stuff that the potato growers.</p> <p>2 And I think he put on a presentation in front of</p> <p>3 the United Egg Producers talking about how they</p> <p>4 had established that.</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. You were there; right?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. And then you after that</p> <p>9 presentation to the egg producers in which</p> <p>10 Randon Wilson laid out the supply restriction</p> <p>11 program that was implemented with the potato</p> <p>12 growers, you asked Gene Gregory, what was the</p> <p>13 response; correct?</p> <p>14 <b>A. Yes. I was curious.</b></p> <p>15 Q. And Gene Gregory wrote back to you</p> <p>16 and said, I haven't heard from anyone, but I</p> <p>17 don't believe the UEP members are ready for such</p> <p>18 a restrictive cooperative. I read that</p> <p>19 correctly; right?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. And what he was referring to there</p> <p>22 was whether or not UEP members were ready for --</p>	<p style="text-align: right;">317</p> <p>1 it -- I understand when you get objections, it</p> <p>2 impacts your concentration.</p> <p>3 (The record was read as</p> <p>4 requested.)</p> <p>5 THE WITNESS: I think that's what</p> <p>6 he meant. I'm not sure.</p> <p>7 BY MR. STUEVE:</p> <p>8 Q. And then you said in response, I</p> <p>9 would agree too much independence, yet what is</p> <p>10 ironic with egg products co-op we are working on</p> <p>11 is the owners see the need more than the people</p> <p>12 running the business.</p> <p>13 You're referring to your egg</p> <p>14 products co-op, and confirming that you all, the</p> <p>15 members of that co-op see the need for these</p> <p>16 supply restrictions; correct, sir?</p> <p>17 <b>A. Trying to remember what I said</b></p> <p>18 <b>there. I'm reading it. My wife says I can't</b></p> <p>19 <b>explain squat. Again, what was your --</b></p> <p>20 Q. Your response indicates that the</p> <p>21 owners that make up the egg products co-op see</p> <p>22 the value in the supply restrictions that were</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

81 (Pages 318 to 321)

<p style="text-align: right;">318</p> <p>1 outlined by Mr. Wilson at the economic summit; 2 correct, sir?</p> <p>3 MR. BARNES: Object to the form.</p> <p>4 THE WITNESS: You got me confused.</p> <p>5 When we was doing the co-op, what 6 we were trying to accomplish in our business as 7 an egg breaker, every line of equipment you're 8 going to spend a couple million dollars on and 9 we were there producing -- we would run a 10 machine and have a machine line that would run 11 one day a week. Creighton Brothers would have a 12 machine that would run one day a week.</p> <p>13 We wanted to establish a marketing 14 co-op group that would make each of our 15 facilities more efficient and run -- we would 16 agree that they would make 5-pound egg product. 17 We would make 2-pound egg product and someone 18 else would do 30-pound, you know -- we all had 19 smaller breaker plants. When you look at a 20 Michael's, they had a monster plant and they 21 were selling high volumes of everything. We 22 were all out there struggling trying to sell,</p>	<p style="text-align: right;">320</p> <p>1 Let me finish this line of questioning.</p> <p>2 BY MR. STUEVE:</p> <p>3 Q. We were looking at the e-mail here 4 from Mr. Gregory to you that says, it would 5 surprise me if the vast majority of our UEP 6 members are ready for such a restrictive 7 cooperative. That's what he said, right? We 8 already talked about your understanding of what 9 he meant.</p> <p>10 And then you say, I would agree 11 too much independence yet. What is ironic with 12 the eggs products co-op we are working on is the 13 owners see the need more than the people running 14 the business.</p> <p>15 What you're referring to there is 16 the need for a -- supply --</p> <p>17 A. I --</p> <p>18 Q. Hold on. What you're referring to 19 was the need for the supply management program 20 that Randon Wilson had outlined at the economic 21 summit; correct, sir?</p> <p>22 A. That's not what I was referring</p>
<p style="text-align: right;">319</p> <p>1 you know -- we had machines we only ran 2 two hours a week.</p> <p>3 And the purpose behind our co-op 4 was to get to where we could establish a co-op 5 that would allow us to each get efficiencies and 6 each of us do something efficiently kind of like 7 the cheese co-ops have done. You have one co-op 8 that would make mozzarella cheese, another one 9 would make Parmesan cheese, another one would 10 make blue cheese, instead of trying -- none of 11 was were big enough to do everything, but each 12 of us could specialize and do one thing.</p> <p>13 MR. STUEVE: Move the answer be 14 struck as nonresponsive.</p> <p>15 MR. BARNES: And excuse me. I 16 don't mean to interrupt you. I think the 17 witness is getting tired and maybe needs a 18 break. He is not concentrating.</p> <p>19 MR. STUEVE: Let me finish --</p> <p>20 MR. BARNES: You can finish --</p> <p>21 sure.</p> <p>22 MR. STUEVE: Okay, that's fine.</p>	<p style="text-align: right;">321</p> <p>1 <b>to. I was talking about their inefficiencies.</b> 2 <b>That's what the problem was in our breaking</b> 3 <b>plant.</b></p> <p>4 Q. Sir, is there any reference in the 5 January 5th e-mail from Gene Gregory talking 6 about inefficiencies?</p> <p>7 A. <b>Not in that e-mail, there's not.</b></p> <p>8 Q. And again, have I read it 9 correctly, sir, that in response to 10 Mr. Gregory's e-mail that says it would surprise 11 me if the vast majority of our UEP members are 12 ready for such a restrictive cooperative, you 13 write, in the very first sentence, I would 14 agree, too much independence yet, what is ironic 15 with the eggs product co-op we are working on is 16 the owners see the need more than the people 17 running the business. Did I read that 18 correctly?</p> <p>19 A. <b>Back to the inefficiencies I was</b> 20 <b>talking about later there.</b></p> <p>21 Q. But, sir, your e-mail is in 22 response to Mr. Gregory's statement that it</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

82 (Pages 322 to 325)

<p style="text-align: right;">322</p> <p>1 would surprise me if the vast majority of our  2 UEP members are ready for such a restrictive  3 cooperative; correct, sir?  4 <b>A. We have been -- in my mind, when I  5 was -- I was still explaining the purposes why  6 we was trying to do the break products co-op.  7 And it was to be efficient and get rid of our  8 inefficiencies.</b>  9 MR. STUEVE: This is a good time.  10 MR. BARNES: Thank you.  11 THE VIDEOGRAPHER: Off the record  12 at 4:26 p.m.  13 (A brief recess was taken.)  14 THE VIDEOGRAPHER: Back on the  15 record at 4:35 p.m.  16 BY MR. STUEVE:  17 Q. Now, you served on the marketing  18 committee in 2006, 2007, 2008, and 2009;  19 correct, sir?  20 <b>A. I think so.</b>  21 Q. Let me show you what's been -- I'm  22 marking as 531. It's Bates range RAFKS 0004654?</p>	<p style="text-align: right;">324</p> <p>1 MS. LEVINE: Objection to the form  2 of the question to the extent that this was  3 advice by counsel.  4 BY MR. STUEVE:  5 Q. Go ahead and answer.  6 MS. LEVINE: His understanding is  7 informed by advice of counsel.  8 BY MR. STUEVE:  9 Q. Who did you speak with concerning  10 the fact that the marketing committee was  11 disbanding?  12 <b>A. I didn't really speak to anyone.  13 We was just told it was disbanded due to the  14 lawsuits.</b>  15 Q. Who told you that, sir?  16 <b>A. Gene or somebody.</b>  17 Q. Somebody at UEP?  18 <b>A. Yes.</b>  19 Q. Was there any other committee that  20 you were on that was disbanded?  21 <b>A. No.</b>  22 Q. Now, you would have served on the</p>
<p style="text-align: right;">323</p> <p>1 (Rust Exhibit Number 531 was  2 marked for identification.)  3 BY MR. STUEVE:  4 Q. This was a document produced by  5 Rose Acre. And it says, it should come as no  6 surprise to any of you that UEP will not have a  7 marketing committee for 2010 nor for the  8 foreseeable future; did I read that correctly?  9 <b>A. Correct.</b>  10 Q. The marketing committee was the  11 one we've seen making recommendations concerning  12 supply adjustments involving early moults, early  13 kills and hatch reductions; correct, sir?  14 <b>A. I think so.</b>  15 Q. And as I indicated either you  16 served on that committee for Rose Acre or  17 Mr. Hinton did from 2002 up until the marketing  18 committee was disbanded; correct, sir?  19 <b>A. Yes.</b>  20 Q. Now, the reason why -- well, what  21 were you told as to why the marketing committee  22 was disbanding?</p>	<p style="text-align: right;">325</p> <p>1 Board of Directors; right?  2 <b>A. Yes.</b>  3 Q. Was this recommendation to disband  4 the committee presented to the Board?  5 MS. LEVINE: Object to the form of  6 the question and direct this witness not to  7 answer if any of his understanding is based on  8 counsel for UEP.  9 BY MR. STUEVE:  10 Q. Go ahead and answer.  11 <b>A. You have to repeat that one.</b>  12 MR. BARNES: What she's saying is  13 there's an attorney-client privilege for UEP.  14 She's a lawyer for UEP, Marcus. And what she's  15 saying is, if your answer is based on legal  16 advice the UEP lawyer gave you and the Board,  17 you can't disclose -- you're not allowed to  18 disclose that advice. You can't answer the  19 question, if it's based on attorney's advice.  20 BY MR. STUEVE:  21 Q. I'm not asking for any attorney's  22 advice. I'm asking you whether or not you were</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

83 (Pages 326 to 329)

<p style="text-align: right;">326</p> <p>1 at a Board meeting in which the recommendation 2 to disband the marketing committee was presented 3 to the Board?</p> <p>4 MS. LEVINE: Object to the form of 5 the question.</p> <p>6 THE WITNESS: I don't recollect.</p> <p>7 BY MR. STUEVE:</p> <p>8 Q. Now, there were -- Mr. Gregory has 9 testified that there were other changes 10 implemented by UEP after the lawsuit. Do you 11 remember any of those -- any of those changes 12 implemented by UEP?</p> <p>13 <b>A. Not specifically. I know there</b> 14 <b>was -- they changed the way they conducted the</b> 15 <b>meeting.</b></p> <p>16 Q. How did they change it?</p> <p>17 <b>A. They -- been more clear on who</b> 18 <b>could be in the meeting and who couldn't.</b></p> <p>19 Q. What were they clear about as to 20 who could be at the meeting?</p> <p>21 <b>A. The vendors weren't allowed to</b> 22 <b>stay in the meeting anymore.</b></p>	<p style="text-align: right;">328</p> <p>1 preparation for your deposition, Mr. Rust?</p> <p>2 <b>A. No.</b></p> <p>3 Q. If you'll see here, it's an e-mail 4 at the bottom half in December of '09 and it's 5 interesting news article from AGweb.com, where 6 is our handout, question mark. Do you see that? 7 Do you see your e-mail there, sir?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. And then in response, Gene Gregory 10 says, yes, and then to think that when egg 11 farmers try to manage supply to have a 12 profitable business and not ask for government 13 handouts, we find ourselves in a lawsuit. Do 14 you see that?</p> <p>15 <b>A. That's what Gene said.</b></p> <p>16 Q. What was he referring to with 17 respect to egg farmers trying to manage the 18 supply, sir?</p> <p>19 MS. LEVINE: Object to the form of 20 the question.</p> <p>21 THE WITNESS: I don't recollect.</p> <p>22 BY MR. STUEVE:</p>
<p style="text-align: right;">327</p> <p>1 Q. Can you give me some examples of 2 vendors that were attending meetings?</p> <p>3 <b>A. The cage equipment manufacturers,</b> 4 <b>some of those types of folks. Suppliers to the</b> 5 <b>industry.</b></p> <p>6 Q. There were also folks like Country 7 Creek Farms that were attending the meetings as 8 well; correct?</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. Were they asked to stop attending 11 as well?</p> <p>12 <b>A. I don't recollect.</b></p> <p>13 Q. Any other changes that you're 14 aware of as a Board member of UEP?</p> <p>15 <b>A. Not that stick out immediately.</b></p> <p>16 Q. Okay.</p> <p>17 (Rust Exhibit Number 532 was 18 marked for identification.)</p> <p>19 BY MR. STUEVE:</p> <p>20 Q. Show you what's been marked as 21 Exhibit 532. This is RAFKS 0006481. 22 Do you remember reviewing this in</p>	<p style="text-align: right;">329</p> <p>1 Q. What he was referring to there, 2 was he not, was the coordinated attempts to -- 3 that we've seen with respect to early moults, 4 early kills, hatch reductions, and the cage 5 space requirements; correct, sir?</p> <p>6 MS. LEVINE: Object to the form of 7 the question.</p> <p>8 THE WITNESS: Repeat your question 9 again.</p> <p>10 BY MR. STUEVE:</p> <p>11 Q. What he's referring to here when 12 he's talking about egg farmers trying to manage 13 supply is what we've seen earlier regarding 14 early moults, early kills, hatch reductions, and 15 the implementation of the cage space 16 requirements; correct, sir?</p> <p>17 MS. LEVINE: Objection.</p> <p>18 THE WITNESS: I would assume. I 19 don't know for certain.</p> <p>20 BY MR. STUEVE:</p> <p>21 Q. Now let me show you what's been 22 marked as Exhibit 533?</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

84 (Pages 330 to 333)

<p style="text-align: right;">330</p> <p>1 (Rust Exhibit Number 533 was 2 marked for identification.) 3 BY MR. STUEVE: 4 Q. This is Bates range RAFKS 0004571 5 to 4572. 6 Now, this is April 4th of 2011; 7 right? 8 <b>A. Yes.</b> 9 Q. And this -- so this would have 10 been after the lawsuits concerning the 11 restriction of egg supply; right? 12 <b>A. Correct.</b> 13 Q. If you would, you'll note that on 14 the -- on the -- that there's a big disclaimer 15 on the second page here concerning USEM is a 16 Capper-Volstead agricultural cooperative of egg 17 producers. Do you see that? 18 <b>A. Yes.</b> 19 Q. When was that disclaimer added? 20 <b>A. I don't recall.</b> 21 Q. You don't remember as a USEM Board 22 member approving that?</p>	<p style="text-align: right;">332</p> <p>1 sign to indicate whether they were going to 2 participate or not; right? 3 <b>A. Several times. I don't</b> 4 <b>remember -- I remember filling some out and the</b> 5 <b>ones I filled out, I stated we were not -- we</b> 6 <b>was actually adding chickens.</b> 7 Q. You remember those intention forms 8 going out? 9 <b>A. I remember those being passed out,</b> 10 <b>yes.</b> 11 Q. That practice stopped after the 12 lawsuit; right, sir? 13 <b>A. Yes.</b> 14 Q. Do you know why? 15 <b>A. I only recall those ever being</b> 16 <b>passed out twice, maybe, three times -- two</b> 17 <b>times maybe.</b> 18 Q. Do you know why it was stopped, 19 sir, the practice? 20 <b>A. No.</b> 21 MR. BARNES: We can hear you. 22 Hello. We can hear you.</p>
<p style="text-align: right;">331</p> <p>1 <b>A. No.</b> 2 Q. Now, you'll see under the 3 paragraph, considerations by USEM, it says it 4 may be an ideal time to place some hens in a 5 moult or depopulate older flocks? 6 <b>A. Yes.</b> 7 Q. Much different language than we 8 saw earlier; isn't it? 9 <b>A. Yes. Different language.</b> 10 Q. There's no specific time to begin, 11 there's no specific time to end; right? 12 <b>A. Not according to this. No.</b> 13 Q. And there were no intention forms 14 distributed as well; correct? 15 <b>A. Not that I'm aware of.</b> 16 Q. And you're familiar with these 17 intention forms; are you not? 18 <b>A. Yes.</b> 19 Q. So after the marketing committee 20 would make a supply action plan recommendation, 21 the Board approved it, UEP's management would 22 then send out intention forms to UEP members to</p>	<p style="text-align: right;">333</p> <p>1 (Rust Exhibit Number 534 was 2 marked for identification.) 3 BY MR. STUEVE: 4 Q. Show you what's been marked 5 Exhibit 534, it's Bates ranged RAUPDATE 0071497 6 through 519. 7 Sir, can you identify what 8 Exhibit 534 is? 9 <b>A. It's an animal husbandry</b> 10 <b>guideline.</b> 11 Q. Are you familiar with it, sir? 12 <b>A. Somewhat.</b> 13 Q. When's the first time you saw the 14 guidelines? 15 <b>A. Maybe when it was passed out. I</b> 16 <b>don't remember.</b> 17 Q. We've seen you joined in 18 February 2002; right? 19 <b>A. Yes.</b> 20 Q. That was right when the guidelines 21 were beginning to roll out; right? 22 <b>A. Yes.</b></p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

85 (Pages 334 to 337)

<p style="text-align: right;">334</p> <p>1 Q. All right. And so you both at the 2 same time you became a UEP member, did you also 3 sign up with the UEP certified program? 4 MR. BARNES: Objection. Asked and 5 answered. 6 THE WITNESS: I think we did. 7 Sometime in that time period. 8 BY MR. STUEVE: 9 Q. Okay. 10 <b>A. We had to wait until we met</b> 11 <b>different guidelines to be able to be into the</b> 12 <b>program, I remember.</b> 13 Q. Okay. That's why I was asking 14 that question. 15 What were some of the guidelines 16 that you had to wait before you could be UEP 17 certified? 18 <b>A. I think we had to have some square</b> 19 <b>inch rules that we had to meet and I'm trying to</b> 20 <b>remember. I don't remember which ones we were</b> 21 <b>so-called out on. There were several, but --</b> 22 Q. Was this from an initial</p>	<p style="text-align: right;">336</p> <p>1 <b>added cages someplace else continually.</b> 2 Q. We'll get to that. What I'm 3 asking you, though, is I've seen documents I'll 4 get them out if you need me to, that you had 5 reduced your flock size? 6 <b>A. We reduced the flock size at</b> 7 <b>individual hen houses but we added to other hen</b> 8 <b>houses.</b> 9 Q. Sir, let me ask my question. 10 My question is with respect to 11 your existing cages, you reduced your flock size 12 by 25 to 30 percent; did you not, sir? 13 <b>A. What do you mean by flock size?</b> 14 Q. I'll show you the document and 15 then I'll have you confirm it. 16 <b>A. Okay. We have -- I refer to our</b> 17 <b>flock as having 22 million birds. We have</b> 18 <b>multiple farms with multiple different amounts</b> 19 <b>of chickens, different size cages. So our</b> 20 <b>reduction was only -- we may have one farm that</b> 21 <b>reduced and never added because we couldn't get</b> 22 <b>permits to build buildings there. We may have</b></p>
<p style="text-align: right;">335</p> <p>1 inspection? 2 <b>A. From my memory, yeah.</b> 3 Q. When you're talking about square 4 inch requirements, what you're talking about is 5 in order to be certified you had to remove birds 6 from your existing cages; correct, sir? 7 <b>A. I don't know if we removed. We</b> 8 <b>had to have -- you had to have an average of so</b> 9 <b>many birds for so many square inches to qualify</b> 10 <b>to be in the program.</b> 11 Q. In fact, it reduced your flock by 12 25 to 30 percent; did it not, sir? 13 <b>A. Over a period from the time we</b> 14 <b>started the program until the time the reduction</b> 15 <b>took place, that was the schedule that we added</b> 16 <b>capacity over the time period to make sure we</b> 17 <b>didn't get behind.</b> 18 Q. Sir, from your existing cages, you 19 actually reduced your flock by 25 to 30 percent; 20 correct? 21 <b>A. From an existing cage 120 by</b> 22 <b>24-inch we would have reduced the space, but we</b></p>	<p style="text-align: right;">337</p> <p>1 <b>other farms we added a million more chickens to</b> 2 <b>to make sure we never got behind on our egg</b> 3 <b>production.</b> 4 Q. If you had not implemented the 5 cage space reduction requirements and also added 6 capacity through new construction, your flock 7 size would have been larger than 22 million; 8 correct, sir? 9 <b>A. It would be 30 million or</b> 10 <b>40 million. I don't know what it would be. A</b> 11 <b>lot.</b> 12 Q. A lot higher; right? 13 <b>A. Yes.</b> 14 Q. Now, you know who Don Ball is; 15 correct? Do you know who Don Bell is; correct 16 sir? 17 <b>A. Oh, Don Bell.</b> 18 Q. What did I say? 19 <b>A. Don Ball.</b> 20 Q. It's getting late in the day for 21 me too. You know who Don Bell is; right? 22 <b>A. Yes.</b></p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

86 (Pages 338 to 341)

<p style="text-align: right;">338</p> <p>1 Q. And who is he?</p> <p>2 A. He's an economic -- a university</p> <p>3 economic forecaster that's made forecasts like</p> <p>4 the weatherman. He's wrong a lot.</p> <p>5 Q. When's the first time you met</p> <p>6 Mr. Bell?</p> <p>7 A. I don't recall. I think I've seen</p> <p>8 him at meetings, I don't know if I ever went up</p> <p>9 and talked to him.</p> <p>10 Q. Was that the first time you</p> <p>11 actually saw him was after you joined UEP in</p> <p>12 2002?</p> <p>13 A. I honestly couldn't put a face on</p> <p>14 the man today if he walked in the room.</p> <p>15 Q. Had you read any of his materials</p> <p>16 prior to 2002?</p> <p>17 A. Oh, yes. He was one of the most</p> <p>18 widespread -- he put out this data sheet thing</p> <p>19 that they sent out to all kinds of people in the</p> <p>20 industry of what the flock statistics and stuff</p> <p>21 was.</p> <p>22 Q. Did Rose Acre subscribe to that?</p>	<p style="text-align: right;">340</p> <p>1 A. Or a third-party that was</p> <p>2 coordinating it. I have no idea.</p> <p>3 Q. Who at Rose Acre would utilize</p> <p>4 that information?</p> <p>5 A. I don't think we ever utilized it.</p> <p>6 Our CFO may have looked at it to give</p> <p>7 projections to bankers.</p> <p>8 Q. Okay. With respect to projected?</p> <p>9 A. Forecasts.</p> <p>10 Q. With respect to pricing, et</p> <p>11 cetera?</p> <p>12 A. Yes.</p> <p>13 Q. Okay. Now, is it fair to say he</p> <p>14 is certainly viewed as an industry expert?</p> <p>15 A. He was viewed as an industry</p> <p>16 economic expert.</p> <p>17 Q. One who had been relied on by the</p> <p>18 industry for decades; right?</p> <p>19 A. Yes.</p> <p>20 Q. Now, let me show you what's been</p> <p>21 marked as previously Exhibit 171. And, if you</p> <p>22 would, over on the Bates stamp 458?</p>
<p style="text-align: right;">339</p> <p>1 A. I don't know that you subscribe to</p> <p>2 it. I think you just got it sent to you.</p> <p>3 Q. Who sent it to you?</p> <p>4 A. I don't recall who sent it.</p> <p>5 Q. How often would you get these</p> <p>6 statistics concerning flock size?</p> <p>7 A. It seems like it was maybe</p> <p>8 quarterly.</p> <p>9 Q. And how long has Rose Acre</p> <p>10 received those? Past 20 years?</p> <p>11 A. I don't recall. I think it may</p> <p>12 have been in some of the magazines. I don't --</p> <p>13 I know we had it. I don't know how we got it</p> <p>14 but I know we had it.</p> <p>15 Q. Is it fair to say you would have</p> <p>16 been receiving that type of data from Dr. Bell</p> <p>17 back into the '90s?</p> <p>18 A. I think we probably did from</p> <p>19 somebody. I don't know if what we was getting</p> <p>20 was coming from him.</p> <p>21 Q. Or a third-party that was</p> <p>22 distributing?</p>	<p style="text-align: right;">341</p> <p>1 A. Where?</p> <p>2 Q. The last three digits are 458.</p> <p>3 Can you go there?</p> <p>4 A. Yes.</p> <p>5 Q. It says in that paragraph on the</p> <p>6 right side under page 3. Do you see Don Bell?</p> <p>7 Do you see his name up there up on the upper</p> <p>8 right-hand corner of page 3?</p> <p>9 A. Yeah.</p> <p>10 Q. It says, you will also be asked if</p> <p>11 you would participate in a supply adjustment</p> <p>12 program. Do you see that sentence?</p> <p>13 A. Yes.</p> <p>14 Q. And we've seen that term in other</p> <p>15 documents; correct, sir?</p> <p>16 A. I think we have. Yes.</p> <p>17 Q. It says Don Bell has suggested</p> <p>18 that corrections in the nation's flock size can</p> <p>19 be attained by one of several means. They</p> <p>20 include -- and he has four possible corrections</p> <p>21 to the nation's flock size; right? 1, 2, 3, and</p> <p>22 ? It's right there in that column?</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

87 (Pages 342 to 345)

<p style="text-align: right;">342</p> <p>1           <b>A. Yes.</b></p> <p>2           Q. And number 4, it says, an industry</p> <p>3 wide policy of a minimum floor space allowance</p> <p>4 would result in more ideal nation flock size.</p> <p>5 It's currently estimated that 15 to 20 percent</p> <p>6 of the nation's birds are housed at less than</p> <p>7 48 square inches. If 48 square inches were</p> <p>8 adopted as the minimum space allowance, millions</p> <p>9 of extra birds would be eliminated. Do you see</p> <p>10 that?</p> <p>11           <b>A. Yes.</b></p> <p>12           Q. Now, this -- this was if you go to</p> <p>13 the first page, this solution that's being</p> <p>14 suggested by Don Bell is in August of 1999;</p> <p>15 right?</p> <p>16           <b>A. Yes.</b></p> <p>17           Q. And, in fact, UEP under the guise</p> <p>18 of an animal welfare program implemented a</p> <p>19 minimum space allowance requirement; correct?</p> <p>20           MR. BARNES: Objection.</p> <p>21           MS. LEVINE: Object to the form of</p> <p>22 the question.</p>	<p style="text-align: right;">344</p> <p>1 requirements in the UEP certified program?</p> <p>2           <b>A. It would reduce the space size in</b></p> <p>3 <b>that given case, yes.</b></p> <p>4           Q. And therefore, reduce the flock</p> <p>5 size in existing cages; correct?</p> <p>6           <b>A. I guess you could say that.</b></p> <p>7           Q. That's consistent with what Don</p> <p>8 Bell was recommending in item number 4 of this</p> <p>9 Exhibit 171; correct?</p> <p>10           MR. BARNES: Objection. The</p> <p>11 document speaks for itself.</p> <p>12           THE WITNESS: Which page are you</p> <p>13 on?</p> <p>14 BY MR. STUEVE:</p> <p>15           Q. Page 458 the Bates range at the</p> <p>16 bottom?</p> <p>17           <b>A. What are you asking again?</b></p> <p>18           Q. On item number 4. My question is,</p> <p>19 we just confirmed that the -- a minimum floor</p> <p>20 space allowance would reduce the flock size of</p> <p>21 existing cages. Do you remember my questions</p> <p>22 about that?</p>
<p style="text-align: right;">343</p> <p>1           THE WITNESS: No.</p> <p>2 BY MR. STUEVE:</p> <p>3           Q. The UEP certified program that was</p> <p>4 implemented approximately 3 years after this has</p> <p>5 a minimum floor space allowance, correct,</p> <p>6 requirement?</p> <p>7           <b>A. Yes.</b></p> <p>8           Q. And that in fact reduces the flock</p> <p>9 size in existing cages; correct, sir?</p> <p>10           <b>A. Yes. But that was at the request</b></p> <p>11 <b>of the customers, FMI instituted a program.</b></p> <p>12           MR. STUEVE: Move to strike the</p> <p>13 answer as nonresponsive.</p> <p>14           MR. BARNES: It is totally</p> <p>15 responsive.</p> <p>16           MR. STUEVE: If you could, read</p> <p>17 back my question, and just answer my question.</p> <p>18           (The record was read as</p> <p>19 requested.)</p> <p>20           THE WITNESS: What does?</p> <p>21 BY MR. STUEVE:</p> <p>22           Q. The minimum floor space</p>	<p style="text-align: right;">345</p> <p>1           <b>A. Vaguely.</b></p> <p>2           Q. Concerning the UEP certified</p> <p>3 program?</p> <p>4           <b>A. You have to understand United Egg</b></p> <p>5 <b>Producers, you have the UEP certified program.</b></p> <p>6 <b>The UEP certified program is the program that</b></p> <p>7 <b>FMI asked the producers to engage in so they</b></p> <p>8 <b>didn't get all these different space</b></p> <p>9 <b>requirements. You had McDonald's space was</b></p> <p>10 <b>85 inches, you had Burger King at 78 or whatever</b></p> <p>11 <b>it was, and then somebody else was going to come</b></p> <p>12 <b>out with another standard.</b></p> <p>13           Q. Sir, my question is, we confirmed</p> <p>14 the UEP certified program had a minimum floor</p> <p>15 space requirement that would result in the</p> <p>16 reduction of flock size for existing cages;</p> <p>17 correct?</p> <p>18           <b>A. Correct.</b></p> <p>19           MR. BARNES: Object to the form of</p> <p>20 the question.</p> <p>21 BY MR. STUEVE:</p> <p>22           Q. That is exactly what Don Bell had</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

88 (Pages 346 to 349)

<p style="text-align: right;">346</p> <p>1 recommended in paragraph 4, the document you're</p> <p>2 looking at, back in 1999; correct, sir?</p> <p>3 <b>A. That's what the document says.</b></p> <p>4 Q. Okay. Now, I'll show you what's</p> <p>5 been marked as Exhibit 104 previously.</p> <p>6 This is the UEP animal welfare</p> <p>7 committee meeting of May 15, 2000. Do you see</p> <p>8 that?</p> <p>9 MR. BARNES: This is before he was</p> <p>10 a member.</p> <p>11 THE WITNESS: Okay. What about</p> <p>12 it?</p> <p>13 BY MR. STUEVE:</p> <p>14 Q. You see number 5 there. It says,</p> <p>15 increasing space allowances would have two major</p> <p>16 effects. Do you see that?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. And the second one there, the</p> <p>19 second major effect is an increase in space</p> <p>20 allowance would inevitably reduce the layer</p> <p>21 population and thereby reduce the surplus</p> <p>22 production problems affecting the industry over</p>	<p style="text-align: right;">348</p> <p>1 it says here.</p> <p>2 BY MR. STUEVE:</p> <p>3 Q. And, sir, if you would, let me</p> <p>4 show you what's been marked as Exhibit 535.</p> <p>5 It's Bates range UEPRIV 000075, 76?</p> <p>6 (Rust Exhibit Number 535 was</p> <p>7 marked for identification.)</p> <p>8 BY MR. STUEVE:</p> <p>9 Q. If you could turn to the second</p> <p>10 page of this, the minutes of the UEP marketing</p> <p>11 conference call, September 24, 2001. Are you on</p> <p>12 the second page?</p> <p>13 MR. BARNES: Mr. Stueve, can you</p> <p>14 give him a chance to review the document and</p> <p>15 familiarize himself with it before you ask him</p> <p>16 specific questions?</p> <p>17 MR. STUEVE: Sure. I just have a</p> <p>18 specific question on the second page.</p> <p>19 THE WITNESS: Okay. What's your</p> <p>20 question now?</p> <p>21 BY MR. STUEVE:</p> <p>22 Q. Do you see the reference to Paul</p>
<p style="text-align: right;">347</p> <p>1 the past 20 years. Do you see that? Did I read</p> <p>2 that correctly?</p> <p>3 <b>A. That's what you read.</b></p> <p>4 Q. That is completely consistent with</p> <p>5 what Don Bell was recommending a year earlier;</p> <p>6 correct, sir?</p> <p>7 MS. LEVINE: Objection.</p> <p>8 THE WITNESS: Repeat your</p> <p>9 question.</p> <p>10 (The record was read as</p> <p>11 requested.)</p> <p>12 THE WITNESS: There's been</p> <p>13 economists since the beginning of time that have</p> <p>14 recommended that overproduction creates</p> <p>15 oversupply.</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. Sir, if you could answer my</p> <p>18 question. Read it back.</p> <p>19 (The record was read as</p> <p>20 requested.)</p> <p>21 MS. LEVINE: Objection.</p> <p>22 THE WITNESS: I think that's what</p>	<p style="text-align: right;">349</p> <p>1 Bahan. Paul Bahan there?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. Who is Paul Bahan?</p> <p>4 <b>A. I think he was a West Coast guy.</b></p> <p>5 Q. Do know what company he was with?</p> <p>6 <b>A. I don't remember which firm but I</b></p> <p>7 <b>think he was from California.</b></p> <p>8 Q. Right above that, there's a</p> <p>9 reference to Irving Isaacson. Do you see that?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. He's the lawyer you believe</p> <p>12 assisted UEP members in suing Rose Acre back in</p> <p>13 the '80s; right?</p> <p>14 <b>A. Correct.</b></p> <p>15 Q. You don't trust him as far as you</p> <p>16 can throw him; right, sir?</p> <p>17 <b>A. No.</b></p> <p>18 MR. BARNES: Object to the form.</p> <p>19 BY MR. STUEVE:</p> <p>20 Q. And Irving Isaacson was asked</p> <p>21 about legal problems with the committed program,</p> <p>22 Irving cautioned the members be careful about a</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

89 (Pages 350 to 353)

<p style="text-align: right;">350</p> <p>1 committed program and instead consider a</p> <p>2 voluntary program that had some type of</p> <p>3 voluntary verification. Do you see that?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. Now, the UEP certified program</p> <p>6 once you signed up, you had to submit to audits;</p> <p>7 correct, sir?</p> <p>8 <b>A. Correct.</b></p> <p>9 Q. And if you didn't comply with the</p> <p>10 audits you were booted out; right?</p> <p>11 <b>A. Correct.</b></p> <p>12 Q. The only requirement, though, that</p> <p>13 would result in an automatic elimination from</p> <p>14 the program was the cage space requirement;</p> <p>15 correct, sir?</p> <p>16 <b>A. I don't recall exactly. I think</b></p> <p>17 <b>it may have been.</b></p> <p>18 Q. If you would, sir, Paul Bahan</p> <p>19 suggested we might be able to use the animal</p> <p>20 welfare space density recommendation as</p> <p>21 justification for a flock reduction without</p> <p>22 being a legal problem; right?</p>	<p style="text-align: right;">352</p> <p>1 Q. So this would have been in</p> <p>2 March 2002; right?</p> <p>3 <b>A. That's what the date is, yes.</b></p> <p>4 Q. That was after you joined in</p> <p>5 February of 2002; right?</p> <p>6 <b>A. It's about 2 weeks after.</b></p> <p>7 Q. And KY Hendrix, this is from him;</p> <p>8 right?</p> <p>9 <b>A. Yeah.</b></p> <p>10 Q. He was the Rose Acre member who</p> <p>11 was serving on the producer committee for animal</p> <p>12 welfare; right?</p> <p>13 <b>A. Right.</b></p> <p>14 Q. And the subject is UEP animal</p> <p>15 welfare guidelines and audits. Do you see that?</p> <p>16 <b>A. Yep.</b></p> <p>17 Q. Over on the second page, it says,</p> <p>18 about halfway down that paragraph, it says, "I</p> <p>19 don't really know what this whole motive is but</p> <p>20 I think there is more to it than animal</p> <p>21 welfare." Do you see that?</p> <p>22 <b>A. I'm not where you're at.</b></p>
<p style="text-align: right;">351</p> <p>1 <b>A. That's what it says here.</b></p> <p>2 Q. Sounds like one of those shady</p> <p>3 deals your mom was worried about; doesn't it?</p> <p>4 MR. BARNES: Objection to form.</p> <p>5 THE WITNESS: No idea.</p> <p>6 (Rust Exhibit Number 536 was</p> <p>7 marked for identification.)</p> <p>8 BY MR. STUEVE:</p> <p>9 Q. Let me show you what's been marked</p> <p>10 as Exhibit 536. In third paragraph, if you</p> <p>11 could review that for me, please?</p> <p>12 MS. LEVINE: Can you give us the</p> <p>13 Bates number, please.</p> <p>14 MR. STUEVE: Yes. The Bates range</p> <p>15 number for Exhibit 536 is RA 0067468 through</p> <p>16 469.</p> <p>17 MS. LEVINE: Thank you.</p> <p>18 BY MR. STUEVE:</p> <p>19 Q. Did you review this document in</p> <p>20 prep for your deposition, Mr. Rust?</p> <p>21 <b>A. I don't recall it offhand. I</b></p> <p>22 <b>could have. I looked at a lot of documents.</b></p>	<p style="text-align: right;">353</p> <p>1 Q. Over on the second page?</p> <p>2 <b>A. I'm still reading.</b></p> <p>3 Q. Okay. When you get to it, let me</p> <p>4 know.</p> <p>5 <b>A. Okay. What was the question</b></p> <p>6 <b>again?</b></p> <p>7 Q. Do you see in there where KY</p> <p>8 Hendrix is saying, I don't really know what this</p> <p>9 whole motive is but I think there's more to it</p> <p>10 than animal welfare? Do you see that?</p> <p>11 <b>A. Yes. We were suspicious of</b></p> <p>12 <b>several things because of past experience.</b></p> <p>13 Q. I think some people think it will</p> <p>14 make them rich or something. Do you see that?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. And that's consistent with his</p> <p>17 concept that by reducing the cage space, you</p> <p>18 reduce flock size, therefore, egg supply, and</p> <p>19 boost prices; correct, sir?</p> <p>20 MR. BARNES: I object to the form</p> <p>21 of that question. Calls for speculation as to</p> <p>22 what was in Mr. Hendrix's mind when he wrote</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

90 (Pages 354 to 357)

<p style="text-align: right;">354</p> <p>1 this.</p> <p>2 BY MR. STUEVE:</p> <p>3 Q. Sir, you can answer my question.</p> <p>4 <b>A. Repeat your question.</b></p> <p>5 MR. STUEVE: If you could read it</p> <p>6 back.</p> <p>7 (The record was read as</p> <p>8 requested.)</p> <p>9 THE WITNESS: Repeat it one more</p> <p>10 time.</p> <p>11 BY MR. STUEVE:</p> <p>12 Q. Let me ask the question.</p> <p>13 <b>A. Maybe differently.</b></p> <p>14 Q. There's a reference in here by KY</p> <p>15 Hendrix that says, I think some people think it</p> <p>16 may make them rich. Do you see that?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. What he's referring to there is</p> <p>19 the expectation that by reducing cage space and</p> <p>20 thereby reducing the flock size, that it will</p> <p>21 reduce the egg supply and boost prices; correct,</p> <p>22 sir?</p>	<p style="text-align: right;">356</p> <p>1 it is in UEP United Voices?</p> <p>2 <b>A. I never heard that. He did.</b></p> <p>3 Q. He did. What he heard was people</p> <p>4 thought they were going to get rich by reducing</p> <p>5 the flock size through the cage space</p> <p>6 requirements thereby reducing egg supply and</p> <p>7 increasing prices; correct, sir?</p> <p>8 MR. BARNES: Objection, calls for</p> <p>9 speculation, and the mind of a third-party.</p> <p>10 BY MR. STUEVE:</p> <p>11 Q. That's what he heard, right?</p> <p>12 <b>A. That's what he's saying that he</b></p> <p>13 <b>heard.</b></p> <p>14 Q. Now, he goes on to say, I have</p> <p>15 never been or never will be for quotas and it</p> <p>16 seems to me that it is somewhat the path they're</p> <p>17 taking. Do you see that?</p> <p>18 <b>A. Yes, that's our company's stance</b></p> <p>19 <b>to the whole program the whole time.</b></p> <p>20 Q. And the quotas he was referring to</p> <p>21 were the cage space requirements that would</p> <p>22 reduce the flock size, right?</p>
<p style="text-align: right;">355</p> <p>1 MR. BARNES: Same objection.</p> <p>2 THE WITNESS: There were some</p> <p>3 people who thought that any time you do</p> <p>4 something that would reduce the supply is going</p> <p>5 to make -- but what happens in a free market,</p> <p>6 there's people like us who go out and build new</p> <p>7 chicken houses all the time. We had competitors</p> <p>8 building chicken houses all the time. What they</p> <p>9 think and what took place are two different</p> <p>10 things.</p> <p>11 BY MR. STUEVE:</p> <p>12 Q. Sir, that's not my question. My</p> <p>13 question is what he's referring to there --</p> <p>14 <b>A. I'm not sure what he was referring</b></p> <p>15 <b>to.</b></p> <p>16 Q. We've already seen Don Bell --</p> <p>17 <b>A. I wasn't at the committee meetings</b></p> <p>18 <b>that he was.</b></p> <p>19 Q. But what you understood when KY</p> <p>20 was indicating is that I think some people think</p> <p>21 it will make them rich. When you joined in</p> <p>22 2002, you heard people talking about -- in fact</p>	<p style="text-align: right;">357</p> <p>1 MR. BARNES: Same objection.</p> <p>2 THE WITNESS: I'm not sure what he</p> <p>3 was referring to, but I think it was the quota</p> <p>4 thing we were trying to get back in the '70s.</p> <p>5 BY MR. STUEVE:</p> <p>6 Q. His concern when he was referring</p> <p>7 to quotas was the cage space requirements;</p> <p>8 right?</p> <p>9 MR. BARNES: Objection.</p> <p>10 THE WITNESS: I'm not sure.</p> <p>11 BY MR. STUEVE:</p> <p>12 Q. Now, your company participated in</p> <p>13 the UEP certified program?</p> <p>14 <b>A. Correct.</b></p> <p>15 Q. With full knowledge -- with full</p> <p>16 knowledge of the cage space requirements;</p> <p>17 correct, sir?</p> <p>18 <b>A. At the request of our customers.</b></p> <p>19 Q. And, sir, which customers are you</p> <p>20 testifying requested that you be UEP certified?</p> <p>21 <b>A. Wal-Mart and Kroger.</b></p> <p>22 Q. Do you have any documentation of</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

91 (Pages 358 to 361)

<p style="text-align: right;">358</p> <p>1 that?</p> <p>2 <b>A. Their specifications for us to</b></p> <p>3 <b>continue bidding the business in their</b></p> <p>4 <b>specifications.</b></p> <p>5 Q. What percentage of --</p> <p>6 <b>A. It's in AWG's specification today</b></p> <p>7 <b>that we still have to meet those requirements,</b></p> <p>8 <b>sir.</b></p> <p>9 Q. It's not in their specifications.</p> <p>10 MR. BARNES: It is.</p> <p>11 MR. MONICA: Counsel, you're</p> <p>12 misrepresenting it.</p> <p>13 MR. BARNES: Don't misrepresent</p> <p>14 the facts.</p> <p>15 THE WITNESS: They still specify</p> <p>16 it.</p> <p>17 BY MR. STUEVE:</p> <p>18 Q. We'll get to that. We're going to</p> <p>19 get to that?</p> <p>20 Sir, what portion of your business</p> <p>21 in 2002 was to Wal-Mart.</p> <p>22 <b>A. I don't recall exactly then.</b></p>	<p style="text-align: right;">360</p> <p>1 Q. All right. Do you know if those</p> <p>2 specification sheets still exist, sir?</p> <p>3 <b>A. I would assume they do. It's</b></p> <p>4 <b>still their requirement today. They had -- the</b></p> <p>5 <b>printing -- a lot of the grocery supply</b></p> <p>6 <b>companies to keep the animal welfare off their</b></p> <p>7 <b>back even printed the UEP symbol on their egg</b></p> <p>8 <b>carton.</b></p> <p>9 Q. Sir, do you know in the Midwest</p> <p>10 region -- do you know what volume of eggs would</p> <p>11 be necessary to supply AWG? Do you know how</p> <p>12 many eggs AWG buys on an annual basis?</p> <p>13 <b>A. Personally I couldn't state that.</b></p> <p>14 <b>I don't know for sure.</b></p> <p>15 Q. Do you have a rough idea?</p> <p>16 <b>A. Our sales manager would know that</b></p> <p>17 <b>detail.</b></p> <p>18 Q. In the Midwest region, how many</p> <p>19 egg producers are there that could supply the</p> <p>20 volume that AWG purchases?</p> <p>21 MR. BARNES: Objection. Calls for</p> <p>22 speculation. He says he doesn't know what the</p>
<p style="text-align: right;">359</p> <p>1 <b>Quite a bit.</b></p> <p>2 Q. Is it your testimony in 2002</p> <p>3 Wal-Mart was specifying that the eggs that they</p> <p>4 purchased be UEP certified?</p> <p>5 <b>A. That was my understanding. Yes.</b></p> <p>6 Q. Who told you that, sir?</p> <p>7 <b>A. Our sales manager Greg Hinton.</b></p> <p>8 Q. Greg Hinton did?</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. Any other customers in 2002 that</p> <p>11 you believe were insisting that your eggs be UEP</p> <p>12 certified?</p> <p>13 MR. BARNES: Objection. He's</p> <p>14 already answered that. He did identify another</p> <p>15 customer, Mr. Stueve.</p> <p>16 BY MR. STUEVE:</p> <p>17 Q. I'm asking can you identify that?</p> <p>18 <b>A. Kroger.</b></p> <p>19 Q. Okay. Who at Kroger advised you</p> <p>20 in 2002 that your eggs had to be UEP certified?</p> <p>21 <b>A. I don't recall who. It's in their</b></p> <p>22 <b>specification sheet.</b></p>	<p style="text-align: right;">361</p> <p>1 volume is.</p> <p>2 BY MR. STUEVE:</p> <p>3 Q. Go ahead and answer.</p> <p>4 <b>A. I would assume there would be a</b></p> <p>5 <b>dozen or so. No idea.</b></p> <p>6 Q. You understand their volume is</p> <p>7 substantial; correct, sir?</p> <p>8 <b>A. That they have multiple locations.</b></p> <p>9 Q. Right. Within those multiple</p> <p>10 locations, are you -- who -- what egg producers</p> <p>11 would have sufficient volume to supply --</p> <p>12 <b>A. To do one of their locations?</b></p> <p>13 Q. Yeah.</p> <p>14 <b>A. Probably a hundred -- to do their</b></p> <p>15 <b>locations, there may be 50 or 100 producers that</b></p> <p>16 <b>would have the facility capable of doing it.</b></p> <p>17 Q. Let's take Kansas City for</p> <p>18 example. Rose Acre bid on that; right?</p> <p>19 <b>A. I think that's one we have, yes.</b></p> <p>20 Q. Do you know what the volume is for</p> <p>21 that facility?</p> <p>22 <b>A. Not personally, I don't.</b></p>



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

92 (Pages 362 to 365)

<p style="text-align: right;">362</p> <p>1 Q. Who would know that?</p> <p>2 <b>A. Greg Hinton.</b></p> <p>3 Q. He would be the better one to ask</p> <p>4 about the volume?</p> <p>5 <b>A. Yes. The given volume.</b></p> <p>6 MR. MONICA: I think he's your</p> <p>7 designee on AWG.</p> <p>8 BY MR. STUEVE:</p> <p>9 Q. Now, the fact is that long after</p> <p>10 you -- Rose Acre joined UEP and the certified</p> <p>11 program they continued to have concerns that the</p> <p>12 UEP program was an attempt to restrict cage</p> <p>13 space to boost prices under the alleged agenda</p> <p>14 of animal rights; correct, sir?</p> <p>15 MR. BARNES: Object to form.</p> <p>16 THE WITNESS: Restate.</p> <p>17 MR. STUEVE: You can read it back.</p> <p>18 (The record was read as</p> <p>19 requested.)</p> <p>20 BY MR. STUEVE:</p> <p>21 Q. Let me read it again. Even after</p> <p>22 Rose Acre joined UEP in the certified program,</p>	<p style="text-align: right;">364</p> <p>1 purpose was to restrict cage space to boost egg</p> <p>2 prices under the alleged agenda of animal</p> <p>3 rights; correct, sir?</p> <p>4 <b>A. There was no alleged agenda. It</b></p> <p>5 <b>was an agenda. Animal rights was the reason we</b></p> <p>6 <b>were there. No more.</b></p> <p>7 Q. Let me show you what's been marked</p> <p>8 as Exhibit 537?</p> <p>9 (Rust Exhibit Number 537 was</p> <p>10 marked for identification.)</p> <p>11 BY MR. STUEVE:</p> <p>12 Q. This is Bates range RAUPDATE</p> <p>13 0044348. Did you review this document produced</p> <p>14 by Rose Acre in preparation for your deposition</p> <p>15 today?</p> <p>16 <b>A. Yes, I think so.</b></p> <p>17 Q. This is a document from your</p> <p>18 brother, JRust@goodegg.com, that is Rose Acre's</p> <p>19 website; right?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. To you dated February 13, 2008, do</p> <p>22 you see that?</p>
<p style="text-align: right;">363</p> <p>1 it continued to have concerns that the UEP</p> <p>2 certified program's purpose was to try to</p> <p>3 restrict cage space to boost prices under the</p> <p>4 alleged agenda of animal rights?</p> <p>5 MR. BARNES: Objection to form.</p> <p>6 THE WITNESS: Please restate it</p> <p>7 again. You start it, and then I lose track.</p> <p>8 You make it so long I can't digest what you're</p> <p>9 saying.</p> <p>10 BY MR. STUEVE:</p> <p>11 Q. I have to go slow so she can get</p> <p>12 it, because I'm reading from a document. Can</p> <p>13 you read it back to him, please?</p> <p>14 (The record was read as</p> <p>15 requested.)</p> <p>16 <b>A. I'm having trouble deciphering</b></p> <p>17 <b>what that says. Could you redo your question</b></p> <p>18 <b>and make it a little simpler? You've got too</b></p> <p>19 <b>many moving parts.</b></p> <p>20 Q. So even after Rose Acre joined UEP</p> <p>21 in the certified program, it continued to have</p> <p>22 concerns that the UEP certified program's</p>	<p style="text-align: right;">365</p> <p>1 <b>A. Yes.</b></p> <p>2 MR. BARNES: GoodEgg is not a</p> <p>3 website, though.</p> <p>4 BY MR. STUEVE:</p> <p>5 Q. It's your URL you use for e-mail?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. Okay. It says, I don't think --</p> <p>8 you see his e-mail, I don't think we have</p> <p>9 anything to be ashamed of by putting as many</p> <p>10 hens per cage as conditions permit. That is</p> <p>11 doing what is economically right for consumers</p> <p>12 rather than trying to restrict cage space to</p> <p>13 boost prices under the alleged agenda of animal</p> <p>14 rights. Do you see that?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. And that was your brother; right,</p> <p>17 that wrote that to you?</p> <p>18 <b>A. That's my brother, John.</b></p> <p>19 Q. And what he's referring to -- when</p> <p>20 he's referring to trying to restrict cage space</p> <p>21 to boost prices, he's referring to the UEP</p> <p>22 certified program and its cage space</p>

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

93 (Pages 366 to 369)

<p style="text-align: right;">366</p> <p>1 requirements; correct, sir?</p> <p>2 <b>A. I think we were discussing that.</b></p> <p>3 <b>I'm not sure, but John is a very anti -- or he's</b></p> <p>4 <b>very -- he feels that it don't matter how many</b></p> <p>5 <b>square inches you give a chicken and we should</b></p> <p>6 <b>be producing at 45 or 48 inches for all the</b></p> <p>7 <b>chickens and people who don't want them in cages</b></p> <p>8 <b>buy cage free. He's always -- he was never for</b></p> <p>9 <b>us joining UEP and being part of the animal</b></p> <p>10 <b>welfare program.</b></p> <p>11 Q. And the reason why is because he</p> <p>12 believed that the UEP certified program was an</p> <p>13 attempt to restrict cage space to boost prices</p> <p>14 under the alleged agenda of animal rights;</p> <p>15 correct, sir?</p> <p>16 <b>A. I'm not sure what he believes.</b></p> <p>17 Q. That's what he says?</p> <p>18 <b>A. That's what it says in the</b></p> <p>19 <b>document. Yes.</b></p> <p>20 Q. Okay. Sir, let me show you what's</p> <p>21 been marked as Exhibit 108. This is a document</p> <p>22 dated March 29, 2002; right?</p>	<p style="text-align: right;">368</p> <p>1 Q. And the fifth motion down, it</p> <p>2 says, it was moved by Arias and seconded by</p> <p>3 Bahan to recommend that 50 points of the 110 in</p> <p>4 the housing space allowance be assigned to the</p> <p>5 space allowance and all other line items be</p> <p>6 assigned 5 points. Do you see that?</p> <p>7 <b>A. That's what it says.</b></p> <p>8 Q. And this is -- this in fact</p> <p>9 resulted in the cage space requirement as the</p> <p>10 only requirement that would result in a failure</p> <p>11 of the audit; correct, sir, if not passed?</p> <p>12 <b>A. That's what the document says.</b></p> <p>13 Q. All right. And you voted for</p> <p>14 that; is that correct, sir?</p> <p>15 <b>A. I don't recall.</b></p> <p>16 Q. You certainly were at the meeting</p> <p>17 in which the vote was taken; right?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. So was Greg Hinton; right?</p> <p>20 <b>A. Yes.</b></p> <p>21 MR. BARNES: Pat, are you getting</p> <p>22 near a convenient breaking point?</p>
<p style="text-align: right;">367</p> <p>1 <b>A. Yeah.</b></p> <p>2 Q. It says, please find attached</p> <p>3 minutes from the producer committee for animal</p> <p>4 welfare and price discovery for certified egg</p> <p>5 meetings; do you see that?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. Please review these and let me</p> <p>8 know if any corrections are needed. Thanks to</p> <p>9 all of you for very productive meetings.</p> <p>10 On the next page, producer</p> <p>11 committee for animal welfare. It indicates that</p> <p>12 both Greg Hinton and Marcus Rust, and you, were</p> <p>13 at this producer committee for animal welfare</p> <p>14 meeting; is that right, sir?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. And over -- do you remember over</p> <p>17 on the next page, the discussion of how many</p> <p>18 points should be allocated for the house and</p> <p>19 space allowance, the minimum cage space</p> <p>20 requirements?</p> <p>21 <b>A. I don't recall that, but that's</b></p> <p>22 <b>what it says.</b></p>	<p style="text-align: right;">369</p> <p>1 MR. STUEVE: Yeah. I think this</p> <p>2 is a good spot to break.</p> <p>3 MR. BARNES: Okay. We'll see</p> <p>4 you -- off the record.</p> <p>5 THE VIDEOGRAPHER: Off the record</p> <p>6 at 5:25 p.m.</p> <p>7 (Whereupon, at 5:25 p.m., the</p> <p>8 deposition adjourned.)</p> <p>9</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p>

HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

94 (Pages 370 to 371)

<p style="text-align: right;">370</p> <p>1                   ACKNOWLEDGMENT OF DEPONENT</p> <p>2</p> <p>3               I, _____, do hereby</p> <p>4       acknowledge that I have read and examined the</p> <p>5       foregoing testimony, and the same is a true, correct</p> <p>6       and complete transcription of the testimony given by</p> <p>7       me, and any corrections appear on the attached Errata</p> <p>8       Sheet signed by me.</p> <p>9</p> <p>10</p> <p>11</p> <p>12       _____ (DATE)               (SIGNATURE)</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p>	<p style="text-align: right;">371</p> <p>1                   CERTIFICATE OF NOTARY PUBLIC</p> <p>2               I, Paula G. Satkin, the officer before whom</p> <p>3       the foregoing proceedings were taken, do hereby</p> <p>4       certify that the witness whose testimony appears</p> <p>5       in the foregoing proceeding was duly sworn by</p> <p>6       me; that the testimony of said witness was taken</p> <p>7       by me in stenotype and thereafter reduced to</p> <p>8       typewriting under my direction; that said</p> <p>9       proceedings is a true record of the testimony</p> <p>10      given by said witness; that I am neither counsel</p> <p>11      for, related to, nor employed by any of the</p> <p>12      parties to the action in which these proceedings</p> <p>13      were taken; and, further, that I am not a</p> <p>14      relative or employee of any attorney or counsel</p> <p>15      employed by the parties hereto, nor financially</p> <p>16      or otherwise interested in the outcome of the</p> <p>17      action.</p> <p>18      My commission expires November 14, 2015.</p> <p>19</p> <p>20                   _____ PAULA G. SATKIN</p> <p>21                   Notary Public in and for the</p> <p>22                   District of Columbia</p>
--	--

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

1

<b>A</b>	<b>acquisition</b>	152:15 153:12	<b>acronyms</b>	336:1,7,21
<b>a.m</b> 1:17 7:10	42:16,22 98:22	154:11,12	194:15	337:1,5
81:7,11	<b>acquisitions</b>	155:3,18 156:3	<b>Act</b> 177:15	<b>adding</b> 292:18
<b>ability</b> 87:13	42:15 99:12	156:12 158:4	<b>acting</b> 23:1	332:6
230:11	<b>Acre</b> 2:11 3:22	160:7 164:11	<b>action</b> 8:4 144:7	<b>addition</b> 134:22
<b>able</b> 70:7 115:13	4:9,12,13,22	164:15,21	225:14 226:14	272:20 302:4
142:22 143:6	8:3,8 11:21	170:14 171:22	230:1 235:12	<b>additional</b> 97:22
153:10,18	12:4,7 13:3,10	172:18 173:4	236:21 243:1	133:9
192:14 197:3	13:14 14:1,6	173:12,19	244:17,17	<b>address</b> 37:2
201:18 298:21	15:20 17:2	174:2,5 175:12	245:18 249:15	<b>adjourned</b>
334:11 350:19	19:6,13 22:7	176:22 177:12	250:17 259:6	369:8
<b>absolutely</b> 302:9	31:1 35:15,21	177:19 179:21	259:18 261:7,8	<b>adjust</b> 240:1
<b>accept</b> 233:5	54:5,8 55:3,14	180:17,22	261:12 263:12	<b>adjusted</b> 263:18
238:2,4 273:10	55:20 56:4,9	184:10,17,19	264:18 265:7	<b>adjustment</b>
<b>access</b> 114:10	57:14,16 60:11	187:16 191:10	265:10,15	253:17 254:14
288:6,10	62:16 63:14	202:20 205:18	266:11 269:16	259:18 261:7,8
<b>accomplish</b>	64:14 65:12,18	209:5 210:17	274:6 275:8	262:18 263:12
318:6	67:3 73:4	211:12,17	276:7 282:20	263:20 264:1,7
<b>accomplished</b>	78:10,17 80:20	212:15 215:1	282:21 283:3	264:18 265:22
256:14	82:5,18 83:14	219:22 220:6	331:20 371:12	266:17 341:11
<b>accomplishme...</b>	85:10 86:14	222:2,4 224:11	371:17	<b>adjustments</b>
185:7,8	87:8 88:15,22	224:21 225:9	<b>active</b> 221:15	249:2 250:12
<b>account</b> 119:6	89:13 90:10,12	225:16 270:21	<b>actively</b> 12:21	259:1 264:11
<b>accounting</b>	92:2 93:8 97:5	323:5,16	220:2	323:12
119:15	97:6,21 98:1	338:22 339:9	<b>activism</b> 139:11	<b>adopt</b> 296:3
<b>accounts</b> 102:8	98:10 99:16	340:3 349:12	<b>activist</b> 140:2	302:6
103:4 119:13	100:17 101:10	352:10 361:18	143:19	<b>adopted</b> 342:8
119:14	104:10 105:11	362:10,22	<b>activists</b> 139:4	<b>advance</b> 135:3
<b>accuracy</b> 158:10	106:17 107:6	363:20 364:14	142:10 181:6	<b>advantage</b> 104:9
<b>accurate</b> 68:21	107:10,21	<b>Acre's</b> 83:14	<b>activities</b> 185:15	114:22
84:4,14 85:22	108:7 109:4	84:2 85:2,6,17	189:11 307:16	<b>advantages</b>
86:1,11 99:16	118:17 120:17	111:19 120:9	308:6,12,17	105:6
109:8,10	121:6,8,21,22	135:7,15 138:9	309:2	<b>advertisement</b>
121:13 210:10	122:4 129:21	221:13 259:16	<b>actual</b> 83:21	108:13
<b>accused</b> 180:8	130:5 131:12	364:18	126:10 127:13	<b>advertising</b>
222:13	132:8,11	<b>acres</b> 33:18 35:5	148:8 152:16	108:15 127:10
<b>acid</b> 126:22	134:16,20	35:5,10 122:18	160:17,22	<b>advice</b> 20:14,18
<b>acknowledge</b>	136:5,7 137:7	131:18,19	297:21	20:20 324:3,7
370:4	138:10 139:18	138:16 152:19	<b>add</b> 257:6	325:16,18,19
<b>ACKNOWLEDGE...</b>	146:16 148:2,9	154:6 157:12	<b>added</b> 84:21	325:22
370:1	148:16 149:4	164:13 304:14	99:8 161:9	<b>advise</b> 20:13
<b>acquire</b> 89:14	149:16 150:16	312:9,13,15	330:19 335:15	<b>advised</b> 263:6

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

2

359:19	139:15 193:16	<b>American</b> 46:21	<b>Ann</b> 14:9,11	296:13 306:2
<b>Advisory</b> 55:16	199:11 201:8	93:16	29:21 60:5	314:16 319:13
55:19 56:2,5	231:17 245:5	<b>amount</b> 193:1,2	63:10,11 64:6	324:5 325:7,10
56:10	245:13 277:3	221:4 243:10	<b>announced</b>	325:15,18
<b>affect</b> 286:12,13	277:13 316:5	244:6 300:19	295:5	343:13,17
289:8	324:5 325:10	301:5	<b>annual</b> 91:17	347:17 354:3
<b>affiliated</b> 78:1	361:3	<b>amounts</b> 336:18	95:16 97:6,18	361:3
156:12 159:9	<b>ain't</b> 258:2	<b>and/or</b> 83:3	97:19 105:14	<b>answered</b> 79:6
<b>afford</b> 116:17	259:14	94:15 110:19	155:11,12,14	191:4 198:22
<b>Afternoon</b> 4:5	<b>al</b> 1:6,9 7:5,6	114:7 169:21	163:9 172:3	198:22 199:8
166:1	172:20 181:21	276:1 282:7	360:12	209:22 231:1
<b>age</b> 241:5 243:7	<b>Aldie</b> 114:14,15	283:5,14	<b>annually</b> 97:22	231:21 232:4,6
<b>age-wise</b> 18:8	<b>alert</b> 279:6,15	<b>animal</b> 134:16	<b>answer</b> 4:21	233:15 236:10
<b>agencies</b> 144:13	279:16 280:16	134:22 135:2,7	10:9 11:1,6,6	334:5 359:14
144:22	281:4,6,15	135:12,15,20	20:18 70:7	<b>answering</b>
<b>agenda</b> 310:3	295:6	136:9 137:9	71:8 74:12	232:18,19
362:13 363:4	<b>alerts</b> 295:9	138:12,16,21	75:3,20 76:21	262:5
364:2,4,5	<b>ALF</b> 144:5	139:4,10,18	77:1 79:6,9	<b>answers</b> 4:20
365:13 366:14	<b>all's</b> 203:20	140:1,8 141:7	100:21 139:13	203:21 212:8
<b>ago</b> 57:7 63:15	<b>alleged</b> 362:13	141:14,21	164:6 166:10	<b>Anthony</b> 15:7
66:18,21 112:8	363:4 364:2,4	142:8,9,21	186:19 190:17	15:13 17:13
120:21 124:5	365:13 366:14	181:5 187:6	190:19,22	18:4,14 21:3,7
143:11 150:15	<b>alleging</b> 178:9	188:9 190:3,8	193:16 198:17	21:10,14 40:15
183:11 205:19	<b>allocated</b> 367:18	190:10,11	199:9,10,20	41:3 44:9,10
<b>agree</b> 238:6	<b>allow</b> 144:16	192:12 196:20	201:8 210:12	45:14 52:17
255:6 256:3	153:16 257:11	204:15 206:8	211:12 215:1	63:12
264:5 276:19	258:9 296:10	207:6 208:5	216:2 227:2	<b>Anthony's</b> 15:8
276:21 316:11	319:5	212:18 213:19	228:14 229:5	<b>anti</b> 366:3
317:9 318:16	<b>allowance</b> 342:3	214:13,20	230:16,17	<b>anti-supply</b>
320:10 321:14	342:8,19 343:5	220:12 241:13	231:1,3,14,15	316:2
<b>agreed</b> 237:10	344:20 346:20	272:9 298:15	231:16 232:1,3	<b>anybody</b> 68:20
<b>agreement</b>	367:19 368:4,5	299:14,15,16	232:7,22 233:4	<b>anymore</b> 326:22
202:14 258:18	<b>allowances</b>	299:18 300:3,5	233:4 235:21	<b>apologize</b>
258:19	346:15	300:8,10,17	235:22 236:13	166:15
<b>agreements</b>	<b>allowed</b> 123:17	333:9 342:18	237:15,17,21	<b>appeals</b> 180:4,5
276:18	153:20 197:7	346:6 350:19	238:1,10,13	<b>appear</b> 143:13
<b>Agri</b> 111:17	299:18 300:16	352:11,14,20	245:5,9,13	370:7
<b>agricultural</b>	325:17 326:21	353:10 360:6	252:3,22 253:7	<b>APPEARAN...</b>
330:16	<b>allows</b> 105:2	362:14 363:4	254:2,3 260:14	2:1 3:1
<b>AGweb.com</b>	<b>Alman</b> 58:21,22	364:2,5 365:13	261:20 277:3,9	<b>appears</b> 65:14
328:5	<b>alphabet</b> 87:7	366:9,14 367:3	277:10,12,13	130:20 184:16
<b>ahead</b> 79:6	<b>America's</b> 130:1	367:11,13	287:14 290:15	226:1 238:20

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

3

371:4	<b>article</b> 310:17	368:4,6	<b>attends</b> 155:14	220:4 222:20
<b>applications</b>	310:18 328:5	<b>assignments</b>	<b>attention</b> 84:7	246:6 301:10
110:5	<b>ashamed</b> 365:9	210:18	85:5,11 121:7	327:14 331:15
<b>apply</b> 9:5 19:5	<b>aside</b> 179:16,22	<b>assist</b> 306:7	159:18	<b>AWG</b> 360:11,12
<b>appoint</b> 294:13	312:15	<b>assistant</b> 14:15	<b>attorney</b> 183:19	360:20 362:7
294:21	<b>asked</b> 22:8	14:21 15:3	310:5,18	<b>AWG's</b> 358:6
<b>appointed</b>	69:17 74:9,20	<b>assisted</b> 349:12	371:14	
218:21 219:2	79:5 172:14,18	<b>Associated</b> 1:5	<b>attorney's</b>	<b>B</b>
<b>appointments</b>	173:3 184:5	7:5	325:19,21	<b>B</b> 167:14
218:20	191:3 198:21	<b>assume</b> 11:7	<b>attorney-client</b>	<b>B-R-I-N-N</b>
<b>appreciate</b>	199:7,8 219:1	55:11 95:19	325:13	26:15
22:14	219:3 230:22	208:6 224:19	<b>attorneys</b> 7:14	<b>back</b> 44:13 64:9
<b>approval</b> 260:7	231:21 232:6	270:22 329:18	<b>audit</b> 126:11	73:19 75:19
<b>approve</b> 260:9	233:2 235:16	360:3 361:4	368:11	76:7 81:10,19
<b>approved</b>	254:19 282:21	<b>assumes</b> 19:18	<b>audited</b> 312:16	88:4 92:19
233:22 235:11	296:9 297:16	192:2 193:13	<b>auditing</b> 306:21	105:10,11
242:10 255:8	306:6 310:20	194:22 228:22	<b>audits</b> 350:6,10	112:20 114:6
257:7 259:3,17	311:7 315:12	<b>Atlanta</b> 305:22	352:15	131:4 141:18
260:5 265:21	327:10 334:4	<b>attached</b> 367:2	<b>August</b> 13:17	153:6,7 166:4
266:4 269:18	341:10 345:7	370:7	250:18 259:7	166:16 169:21
331:21	349:20	<b>attacked</b> 140:1	261:14 266:12	171:14 174:8
<b>approving</b>	<b>asking</b> 32:2	<b>attained</b> 341:19	267:10 342:14	181:11 185:21
239:8 260:9	75:10 86:2	<b>attempt</b> 77:8	<b>Australia</b>	188:15 189:14
330:22	125:11 134:17	194:19 223:1	256:22	190:17 195:13
<b>approximately</b>	135:19,21	255:14 256:12	<b>authority</b> 50:4,5	199:4,13
7:10 15:20	146:1 256:10	276:22 362:12	50:6 51:22	211:15,22
91:1 99:9	257:22 258:1	366:13	<b>automatic</b>	212:2 213:21
105:18 107:14	259:15 262:13	<b>attempted</b> 194:8	350:13	216:10 223:21
113:3,7 129:6	287:7 308:10	<b>attempting</b>	<b>available</b> 122:9	228:6,15
132:7,10,16	308:22 309:14	193:22	<b>avenue</b> 3:15	230:17 231:15
215:9 343:4	311:13,20	<b>attempts</b> 329:2	313:10	231:17 232:21
<b>April</b> 229:17	312:2 316:7	<b>attend</b> 33:8	<b>average</b> 335:8	235:22 238:15
330:6	325:21,22	155:12 172:3	<b>avoided</b> 282:17	245:9 252:3,22
<b>Arch</b> 3:8	334:13 336:3	310:3	282:20	253:6 254:2
<b>argue</b> 190:20	344:17 359:17	<b>attendance</b>	<b>awarded</b> 179:15	255:21 256:21
<b>argued</b> 256:7	<b>aspect</b> 11:10	167:19,22	<b>aware</b> 76:20	257:10 258:3
<b>Arias</b> 368:2	126:10 127:6	168:3 282:1,3	172:6 187:21	261:22 262:3,7
<b>arm</b> 103:20	<b>asserted</b> 309:12	293:15	192:4,7,17	270:13 278:15
<b>arrange</b> 113:22	<b>assessments</b>	<b>attended</b> 168:8	193:9,17,20	291:16 301:16
239:18	274:1	169:3 271:13	194:7,17 195:2	309:8,13
<b>art</b> 104:13	<b>assigned</b> 74:16	<b>attending</b> 327:2	195:17 201:3	313:20 314:10
<b>Arthur</b> 2:14	74:18 118:3,11	327:7,10	202:3 205:17	315:15 316:22

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

4

321:19 322:14	138:22 139:14	282:14 284:19	333:5 340:22	341:17 342:14
339:17 343:17	162:14 164:1	287:13 290:1	344:15 348:5	344:8 345:22
346:2 347:18	165:9 169:14	292:5 301:19	351:13,14	347:5 355:16
349:12 354:6	171:3,11	307:1 309:5	364:12	<b>belong</b> 171:18
357:4 360:7	185:17 187:10	312:19 314:7	<b>beauty</b> 223:8	171:20
362:17 363:13	187:18 188:12	314:14,17	<b>becoming</b> 24:1,3	<b>benefits</b> 185:5
<b>background</b>	188:18 190:19	316:3 318:3	<b>began</b> 86:15	<b>Bermuda</b> 63:22
64:20	191:3 192:2	319:15,20	129:21	<b>best</b> 69:13 72:14
<b>backside</b> 182:20	193:12 194:2	322:10 325:12	<b>beginning</b> 81:10	75:3 86:10
<b>backwards</b>	194:10,21	332:21 334:4	166:4 278:15	104:15 108:14
218:9	195:11,22	342:20 343:14	333:21 347:13	116:18 122:14
<b>bacteria</b> 140:20	196:7 197:16	344:10 345:19	<b>begins</b> 7:2 88:22	123:2,6,11,13
140:22	198:4,21 199:7	346:9 348:13	<b>behalf</b> 2:3,11	123:15,20
<b>bad</b> 281:19	199:17 200:11	349:18 351:4	3:2,11 7:11,13	124:15 125:6
<b>Bahan</b> 349:1,1,3	201:7 202:8,16	353:20 355:1	7:17 65:18	125:15 126:7
350:18 368:3	203:18 204:1	356:8 357:1,9	68:6 71:14	128:7 138:15
<b>Bahia</b> 54:15	210:2,8,13	358:10,13	72:7 73:4 74:2	139:20 148:20
<b>Baker</b> 248:21	211:5 212:2	359:13 360:21	74:15 75:7	158:15 164:9
250:11,13	213:21 216:18	362:15 363:5	79:2,14 80:1	226:2 233:3
266:7 293:19	223:4,10	365:2 368:21	80:15 144:4	238:11,21
<b>Baker's</b> 262:22	226:18 228:2,9	369:3	168:10,14	282:16,19
<b>balance</b> 102:9	228:21 230:18	<b>Barrel</b> 102:9	191:10	283:3 288:20
<b>Ball</b> 337:14,19	230:22 231:16	<b>base</b> 292:19	<b>beholder</b> 223:9	289:19 292:21
<b>Ballpark</b> 205:22	231:20 232:5	<b>based</b> 20:18	<b>Belamid</b> 305:10	301:12 314:17
<b>bankers</b> 340:7	233:1 234:2,15	79:12,19,20	<b>believe</b> 20:7	<b>better</b> 105:3
<b>Barnes</b> 2:13 8:1	234:20 235:5	128:22 160:7	30:15 56:2	114:9 201:10
8:1,6,14,18 9:4	236:4,9 237:22	162:9 205:16	67:20 76:18	362:3
9:8 19:17	239:10 241:2	234:6 325:7,15	79:1 84:13,16	<b>biannual</b> 48:18
20:12,22 22:8	242:12 243:5	325:19	96:18 118:1	<b>bid</b> 361:18
45:21 67:22	243:20 245:1	<b>basic</b> 200:16	173:18 174:14	<b>bidding</b> 358:3
68:18 70:13	245:12 249:4,8	<b>Basically</b> 148:19	175:11 197:21	<b>big</b> 90:13 114:2
71:3,6 72:13	250:2,6 251:19	<b>basis</b> 40:5 97:6	280:16 315:17	114:2,3,3
73:10 75:9,21	252:7 253:13	97:18 360:12	349:11 359:11	128:21,22
76:11 79:5	254:18 255:10	<b>bastards</b> 183:20	<b>believed</b> 173:19	129:2 133:1
80:22 81:15,20	255:17 256:2	<b>Bates</b> 4:10,17	174:4 175:1	319:11 330:14
84:6 85:4,9	257:19 260:12	5:11,13,15,17	180:12 181:13	<b>bigger</b> 162:21
96:3 101:3	260:15 261:16	5:19,21 6:3	188:5,8 244:20	<b>billing</b> 119:14
120:10 124:10	261:21 262:10	84:4 182:13	366:12	169:21
124:17,22	267:3,6 269:21	211:9 217:3	<b>believes</b> 366:16	<b>billion</b> 96:15,18
130:10 131:4,8	270:17 271:18	246:22 275:14	<b>Bell</b> 337:15,17	97:12 105:15
136:12,20	274:8 276:10	303:11 309:21	337:21 338:6	<b>billions</b> 97:3
137:13,19,22	277:9 278:9	322:22 330:4	339:16 341:6	<b>bimonthly</b> 58:3

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

5

157:9	251:4 252:16	353:19 354:21	193:7 201:18	36:17,18
<b>bird</b> 98:11 136:6	255:8 257:6,15	362:13 363:3	298:8 319:18	<b>broke</b> 111:1
236:19 301:6	259:3,17 260:4	364:1 365:13	322:6 369:2	201:20 229:7
<b>birds</b> 97:13	260:8,21 261:5	365:21 366:13	<b>break-ins</b> 139:8	237:8
105:14,19,22	261:9 262:19	<b>boosting</b> 254:17	<b>breaker</b> 193:6	<b>broken</b> 89:21
296:2,10 335:5	263:6 264:6	257:17 260:11	230:8 318:7,19	92:4 118:7
335:9 336:17	265:21 266:4	266:18 284:15	<b>breakers</b> 193:6	176:18
342:6,9	266:16 267:22	301:13	198:14 235:18	<b>brokers</b> 118:18
<b>birthday</b> 52:8	268:2,17 269:1	<b>booted</b> 350:10	258:5 290:7,18	<b>brother</b> 15:4,6
<b>bit</b> 80:19 117:17	269:3,18 271:4	<b>born</b> 13:17 18:7	<b>breaking</b> 28:10	21:4 24:6,6
166:22 200:2	271:6,10	49:15	33:18,22 41:21	39:2 40:13
213:4 359:1	272:13,21	<b>bottom</b> 82:4	89:2,11,13	44:7 46:18
<b>blew</b> 139:5	274:7 303:18	85:9 95:14	90:13,17,20	47:17 49:11,13
<b>blocked</b> 299:10	303:19 325:1,4	106:5 119:8	91:20 92:3	120:12 145:18
<b>blue</b> 319:10	325:16 326:1,3	136:5,18 137:4	93:9 94:8,21	154:19 155:20
<b>blueprint</b> 57:22	327:14 330:21	138:8 217:6	95:10 96:1	364:18 365:16
<b>board</b> 5:5 13:2	331:21	268:14 273:4,6	111:2 133:5,12	365:18
13:11 30:5,7	<b>boards</b> 56:9	273:7 275:10	133:17,18	<b>brother-in-law</b>
30:10,20 44:22	149:7 154:4,10	275:13,15	150:11 151:12	14:7,8 183:6
45:7,10 46:20	<b>boat</b> 63:17	279:5 294:18	165:8 198:6,7	<b>Brothers</b> 298:4
51:11 52:17	<b>bold</b> 293:19	294:19 328:4	201:12 223:12	305:6 318:11
55:14,15,16,19	<b>bookkeeping</b>	344:16	229:13 230:11	<b>brought</b> 175:12
56:2,4,5,9,10	119:16	<b>bought</b> 99:3	237:5 258:8,8	<b>brown</b> 121:16
56:20 57:19	<b>books</b> 60:16	150:4,4,8,22	258:10 275:2	<b>build</b> 89:13
58:7 59:14,17	<b>boost</b> 185:16	<b>brand</b> 106:18,19	297:14 298:12	112:21 192:15
59:18,19 60:22	187:2,7 188:10	107:1,5,10,21	299:6 300:20	256:17 336:22
61:8 62:9	189:12 190:5	108:8,8,16,18	321:2 368:22	355:6
149:2,9,13,16	192:8 194:9,19	108:19 123:3	<b>breaks</b> 92:3	<b>building</b> 99:1
149:19 151:14	195:9,20	123:15 128:7,8	98:10	292:16,17
151:17 154:1,6	197:14 198:2	128:14	<b>breeder</b> 100:7,8	355:8
155:10,13,15	198:19 200:9	<b>brands</b> 107:15	<b>breeding</b> 86:21	<b>buildings</b> 133:6
155:17 203:1,6	201:6 202:7	107:22	105:1	133:10 336:22
204:12 206:5	228:1 234:13	<b>Brann</b> 176:2	<b>bridge</b> 225:22	<b>builds</b> 97:21
206:19 207:20	255:15 256:13	<b>Brazil</b> 47:1	238:18	<b>built</b> 89:15
209:4,8 210:5	259:20 261:15	54:15 148:15	<b>brief</b> 81:8	90:14 98:6,17
213:5,11 221:2	269:19 270:10	154:17 156:6,9	223:20 278:13	133:12 134:21
221:21 227:4,5	270:15 276:8	<b>break</b> 11:16,17	322:13	236:18 244:8
227:8 234:1	283:7 285:16	62:15 63:3	<b>briefly</b> 267:5	<b>bulk</b> 112:11,15
235:11 239:8	286:18 287:12	81:2,3 89:5	<b>bright</b> 226:1	112:18
242:10 245:19	288:21 289:13	90:7 91:2	238:20	<b>bullet</b> 283:19
246:16 248:2,5	289:22 291:6	94:13 95:7	<b>Brinn</b> 26:14	<b>bump</b> 161:10
249:10,11,14	291:13 312:17	110:8 166:8	29:14 31:21	<b>bunch</b> 74:4

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

6

274:10 285:9	335:21 337:5	<b>Canada</b> 256:22	87:13 360:8	113:20 187:6
<b>Burger</b> 345:10	350:14 353:17	<b>Cannon</b> 37:19	<b>case</b> 1:7 7:7 47:5	190:10,11
<b>burned</b> 181:6	354:19 356:5	<b>capable</b> 361:16	122:3 141:3	220:13 272:10
<b>burnt</b> 139:7	356:21 357:7	<b>capacity</b> 40:20	178:8 179:8,17	295:21 297:14
<b>business</b> 12:22	357:16 362:12	90:16 98:7	240:20 344:3	297:15,16
13:14,20 14:14	363:3 364:1	105:13 115:3	<b>cases</b> 107:9	298:13 300:17
55:10,10 83:15	365:10,12,20	335:16 337:6	179:8	309:12 334:3
84:2,7 85:2,6	365:22 366:8	<b>capital</b> 119:15	<b>Casey's</b> 107:9	334:17 335:5
85:17 90:4	366:13 367:19	197:5	<b>category</b> 104:20	343:3 344:1
95:16 100:13	368:9	<b>Capper-Volst...</b>	114:13	345:2,5,6,14
105:11 108:3	<b>cages</b> 134:10	330:16	<b>cattle</b> 47:12	350:5 357:13
112:6 113:2	145:12 335:6	<b>car</b> 116:20,20	<b>caused</b> 140:17	357:20 359:4
118:19 119:4	335:18 336:1	<b>cards</b> 52:8	200:21	359:12,20
142:6,7 150:6	336:11,19	<b>care</b> 134:22	<b>cautioned</b>	362:10,22
151:7 178:11	343:9 344:5,21	136:9 137:9	349:22	363:2,21,22
179:5 229:14	345:16 366:7	138:12,17,21	<b>ceased</b> 108:3,7	365:22 366:12
231:11,12	<b>Cal-Maine</b>	139:19 140:2,8	<b>cell</b> 150:13	367:4
257:12 275:2	163:5 164:20	141:14 190:11	166:8	<b>certify</b> 371:4
317:12 318:6	297:20	298:15 300:17	<b>Center</b> 34:4	<b>cetera</b> 105:2
320:14 321:17	<b>calculation</b>	<b>careful</b> 349:22	36:5,10,12	340:11
328:12 358:3	96:20	<b>Cargill</b> 95:6,7	93:13,17 94:16	<b>CFO</b> 27:3 340:6
358:20	<b>California</b>	103:6,11,13	134:1 160:15	<b>Chad</b> 172:21
<b>businesses</b>	109:5 178:3	<b>Carol</b> 54:15	<b>centers</b> 114:4	191:11
100:12 102:19	349:7	204:22 205:4	<b>Central</b> 159:10	<b>chain</b> 101:18
178:21	<b>call</b> 34:5 37:2,16	206:15 207:12	<b>centralized</b>	126:22 128:20
<b>buy</b> 87:10 296:1	41:9 103:9	208:11 215:12	119:7	<b>chains</b> 108:10
366:8	126:21 160:17	215:20 216:2	<b>CEO</b> 12:5,14	296:8
<b>buyers</b> 114:2,3	229:6 241:18	<b>Carolina</b> 36:18	22:20 24:1,3	<b>chairman</b> 12:20
<b>buying</b> 87:17	247:16 257:2	37:9,12 38:3	30:14 61:8	13:2 46:9 61:7
102:5 103:19	294:8 299:13	98:12	62:9 97:5	62:8 248:20
151:3	308:3 348:11	<b>carried</b> 250:22	147:16 310:4	263:4 294:13
<b>buys</b> 360:12	<b>called</b> 8:11	251:1,2,12,22	<b>certain</b> 65:13	294:21
	161:20	253:11 268:8	90:16 219:1	<b>chairman's</b>
<b>C</b>	<b>calling</b> 232:10	268:10 269:9	230:10 329:19	273:3,8
<b>C</b> 2:12 167:17	264:1 293:21	269:10 276:3	<b>certainly</b> 17:15	<b>challenge</b>
<b>C-O-R-T</b> 35:9	<b>calls</b> 194:22	278:1 280:1,2	20:17 141:6	210:16
<b>C-u-t-l-e-r</b> 25:5	196:7 228:22	<b>carrier</b> 140:20	168:17 187:21	<b>chance</b> 348:14
<b>cage</b> 121:16,19	235:5 236:4	153:2,11,21	200:1 340:14	<b>change</b> 11:18
122:8 296:4	241:2 260:14	<b>carry</b> 250:18	368:16	22:1 24:5,8
301:1,3,6,7,8	261:17 353:21	259:7 261:13	<b>CERTIFICA...</b>	44:22 124:19
301:11 302:5	356:8 360:21	266:12	371:1	125:19 243:21
327:3 329:4,15	<b>cam</b> 145:10	<b>carton</b> 49:19	<b>certified</b> 108:1	273:22 274:4

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

7

278:7 326:16 <b>changed</b> 17:19 21:19,20 30:12 44:15,20 109:11 111:4 118:4 326:14 <b>changes</b> 22:4,6 22:17 30:16 86:9,12 110:13 147:12 161:2 169:18,19 239:12 273:12 326:9,11 327:13 <b>changing</b> 161:1 162:1,1 243:12 258:9 <b>Channel</b> 146:11 146:14 <b>channels</b> 111:20 111:20 118:16 <b>characterizati...</b> 233:5 238:3 <b>characterized</b> 302:2,3 <b>charge</b> 17:22 28:18 43:15,21 272:9 <b>chart</b> 4:15 147:8 170:20 217:21 <b>charts</b> 263:17 287:19 <b>cheap</b> 175:18 <b>cheaper</b> 178:12 196:17 197:9 200:20 <b>cheaply</b> 108:16 <b>check</b> 50:4,5,6 51:21 309:11 <b>checked</b> 97:2 166:16 <b>checking</b> 127:6	<b>checks</b> 50:2 51:20 <b>cheese</b> 319:7,8,9 319:10 <b>chemistry</b> 205:5 <b>Chicago</b> 3:16 90:4 108:2 <b>chick</b> 169:19 288:14 <b>chicken</b> 44:8 125:16,16 141:4 192:13 192:15 196:22 236:20 237:11 239:16 240:17 241:11,12 256:17 292:17 292:18,19 355:7,8 366:5 <b>chickens</b> 15:5 44:1 135:3 145:12 193:2 237:12 240:10 244:6 256:16 257:5,6 270:7 286:13 296:1 299:19,21 332:6 336:19 337:1 366:7 <b>chicks</b> 87:10 97:22 243:10 243:11 <b>chief</b> 12:6 13:8 23:1,4,7 24:16 25:1 40:8 44:2 61:8 62:9 <b>child</b> 54:21 <b>China</b> 109:16 <b>Chip</b> 208:14,17 <b>Chips</b> 216:5 217:5,13,17 218:3	<b>chose</b> 23:13 264:4 <b>Christmas</b> 64:7 <b>Christopher</b> 126:18 128:9 128:10 <b>Church</b> 211:19 <b>Church's</b> 212:3 <b>City</b> 2:8 361:17 <b>claim</b> 178:19 <b>clarification</b> 11:5 <b>clarify</b> 11:5 <b>clarity</b> 8:22 <b>claw</b> 309:8,13 <b>Clayton</b> 26:11 29:12 36:1 56:1 <b>clean</b> 87:13 <b>clear</b> 69:11 75:18 101:4 110:15 168:20 200:6 204:2 254:12 326:17 326:19 <b>clips</b> 143:20 <b>close</b> 93:22 95:17 99:17 101:12 105:14 110:9 <b>co-op</b> 173:17 191:19 295:20 296:16,17 297:12 298:7 299:5 300:12 300:14 302:6 303:5 304:7 306:7 307:7 308:7,22,22 317:10,14,15 317:21 318:5 318:14 319:3,4	319:7 320:12 321:15 322:6 <b>co-ops</b> 319:7 <b>Coast</b> 178:4 349:4 <b>cocktail</b> 183:14 <b>collective</b> 169:8 <b>college</b> 55:9 <b>Collette</b> 154:9 <b>color</b> 233:6 238:4 <b>Columbia</b> 371:22 <b>Columbus</b> 126:19 <b>column</b> 164:19 217:6 218:14 247:6 341:22 <b>combination</b> 162:2 <b>combinations</b> 104:10 <b>come</b> 89:21 112:22 113:4 113:18 114:20 115:14 139:5 141:15,22 144:10 155:15 158:13 171:14 216:10 232:21 237:19 257:11 296:6,8 298:15 310:9 323:5 345:11 <b>comes</b> 136:8 137:8 138:11 <b>comfortably</b> 161:17 <b>coming</b> 200:18 244:5 296:1 339:20 <b>commencing</b>	1:17 <b>comments</b> 273:3 273:8,15 313:7 <b>Commerce</b> 153:2 <b>commission</b> 153:3 371:18 <b>commitment</b> 134:21 312:13 <b>committed</b> 349:21 350:1 <b>committee</b> 31:4 32:3 56:14,16 56:18,22 57:3 57:10 58:2,9 58:12 59:13 149:3 204:15 204:19 205:1 206:8,12,16,20 206:21,22 207:6,9,13,22 208:1,2,5,9,12 208:15,22 209:11,11,12 209:12 210:18 212:19 213:19 214:13,20 215:8,13,21 216:3,6 217:8 217:15,20,22 218:3,13,17 219:17 220:11 220:13,17,20 226:4,10,13,21 226:22 227:3 233:21 234:5 235:11 239:1,7 242:9,14 243:1 244:11,19 245:2,22 246:4 246:8 248:20 248:21 249:7
--	---	--	--	---

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

8

249:19,21,22	<b>communicating</b>	<b>competitive</b>	323:11 324:9	101:11 105:17
252:13 253:16	10:6	104:9	330:10,15	106:14 184:8
254:7,20 255:7	<b>communication</b>	<b>competitor</b> 95:1	339:6 345:2	207:2 208:20
259:2,17 260:2	72:16	104:5 298:18	<b>concerns</b> 362:11	209:15 213:8
262:18 263:2,4	<b>communicatio...</b>	300:13	363:1,22	214:22 344:7
263:8,15 264:8	79:1,12,21	<b>competitors</b>	<b>condition</b> 48:20	347:4 353:16
264:11 265:15	<b>companies</b>	94:18 95:3	150:22	<b>constructed</b>
265:20,20	103:16 143:22	101:14 104:4	<b>conditions</b>	130:6
267:10,13,15	162:22 202:4	142:4 178:11	127:2 230:13	<b>construction</b>
267:19 269:18	222:6 237:13	229:8 255:14	365:10	42:16 43:1
272:5,9,16,16	242:18 258:14	256:11 292:17	<b>conducted</b>	337:6
272:17 275:11	297:15 299:18	355:7	326:14	<b>consultant</b>
275:17 278:4,6	360:6	<b>compile</b> 143:19	<b>conference</b>	18:16 24:11
278:20 279:21	<b>company</b> 15:11	<b>compiled</b> 143:17	348:11	52:20 53:5,9
281:21 282:5	20:14 27:5,20	203:20	<b>CONFIDENT...</b>	<b>consulting</b>
285:9 287:2,21	28:21 29:22	<b>complete</b> 370:6	1:12	205:16
288:6 289:3,10	47:19 64:17	<b>completely</b>	<b>confirm</b> 65:10	<b>consults</b> 18:20
291:1,4 293:14	71:14 72:7	347:4	130:17 218:18	<b>consumer's</b>
304:1,2,2,3	74:15,21 75:7	<b>complicated</b>	287:8 336:15	110:18
322:18 323:7	76:21 77:9	116:15	<b>confirmed</b>	<b>consumers</b>
323:10,16,18	79:3,15 80:1	<b>complied</b> 306:22	344:19 345:13	365:11
323:21 324:10	80:15 82:17	<b>comply</b> 350:9	<b>confirming</b>	<b>contact</b> 24:12
324:19 325:4	101:1 126:19	<b>Compound</b>	69:12 317:14	<b>contained</b> 72:16
326:2 331:19	129:19 145:16	242:12 287:13	<b>conflict</b> 307:6	75:11
346:7 352:11	147:9 148:15	307:1	307:10	<b>containers</b>
355:17 367:3	162:21 168:10	<b>computer</b> 39:6	<b>confuse</b> 70:17	94:14,15
367:11,13	168:14 174:2	114:8 127:6,19	<b>confused</b> 70:15	<b>contemplating</b>
<b>committees</b> 56:7	180:13 201:15	<b>ConAgra</b> 92:19	131:8 318:4	308:7
149:3 168:1	202:3 205:6	102:12,17,17	<b>confusing</b>	<b>content</b> 143:16
190:13 202:22	222:3 229:6	102:18	261:18	<b>contents</b> 4:1
203:11 209:17	232:12 255:4	<b>concentrating</b>	<b>conglomerate</b>	229:3
219:1 220:1	289:6 300:4,7	319:18	102:18	<b>context</b> 199:21
249:11	309:12 349:5	<b>concentration</b>	<b>Congress</b> 255:1	<b>continually</b>
<b>common</b> 62:18	357:12	317:2	256:7,19	336:1
63:1 164:4	<b>company's</b>	<b>concept</b> 353:17	<b>consider</b> 350:1	<b>continue</b> 219:19
<b>commonly</b>	253:19 356:18	<b>concern</b> 140:11	<b>considerations</b>	226:5,16 230:4
112:15	<b>compensation</b>	140:12,14	331:3	232:18 233:17
<b>communicate</b>	56:18	357:6	<b>considered</b>	235:13 239:2
39:22 40:4	<b>competing</b>	<b>concerning</b>	277:21 279:11	240:13 241:22
53:17	108:19	11:22 141:13	301:11	242:5 244:18
<b>communicated</b>	<b>competition</b>	170:3 180:21	<b>consistent</b> 79:4	358:3
191:9 279:9	305:3	193:10 256:19	79:15 98:14	<b>continued</b>

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

9

234:11 240:22	<b>coordinating</b>	76:21 82:5	230:4 233:19	327:8 329:5,16
243:3 362:11	186:8,11 187:1	83:16 84:8	234:14 235:4	330:12 331:14
363:1,21	195:8,19	94:22 95:19	235:14 239:9	335:6,20 337:8
<b>continues</b>	198:18 201:4	96:18,20,20	242:11 243:4	337:15,15
219:21	340:2	98:8 99:1	243:19 244:22	341:15 342:19
<b>continuing</b> 49:8	<b>copies</b> 216:18	100:19 102:1,6	245:19 246:4	343:5,9 344:5
218:9 235:3	<b>copy</b> 48:1	112:20 117:5,6	246:17 247:14	344:9 345:17
<b>contract</b> 111:13	<b>cord</b> 35:8	117:8,9,12	251:6,18	345:18 346:2
300:17	<b>corner</b> 341:8	119:2 131:18	252:13 253:18	347:6 349:14
<b>contracts</b>	<b>Corp</b> 155:3	133:19 138:17	254:17 255:9	350:7,8,11,15
111:15	304:9,11	141:10 145:22	255:16 256:9	353:19 354:21
<b>control</b> 19:3	<b>corporate</b> 4:8	147:19 163:22	256:13 257:17	356:7 357:14
119:15	11:21 27:12	164:11,16	259:20 260:11	357:17 361:7
<b>controlled</b>	60:3,15 65:11	167:8 168:1,11	261:15 262:20	362:14 364:3
258:10	65:17 70:10	168:21 169:1	263:13 265:15	366:1,15
<b>controls</b> 119:13	73:16 80:6	171:2 174:6	265:22 266:18	368:11,14
<b>convened</b> 1:16	91:8,9 97:17	175:4,8,9	267:10,13	370:5
<b>convenient</b>	134:21 148:3	176:10,11,13	269:20 270:11	<b>corrections</b>
368:22	148:17,18	176:19,20	272:11,17	341:18,20
<b>conventionally</b>	151:16,18,20	177:1,5,10	274:20 276:9	367:8 370:7
121:17	151:21 156:11	180:1,2 181:11	278:4,20 279:2	<b>correctly</b> 105:4
<b>conveyor</b> 258:9	160:22 162:4	183:2 185:16	279:3,17 280:8	130:2 136:10
<b>cooperative</b>	162:10,18	187:8 188:11	283:8,17	137:10 138:12
108:2 295:12	168:21	195:10,21	284:15 285:2	184:1 226:6
296:3 299:11	<b>corporation</b>	197:15 198:3	285:16 287:2	239:3 259:8
306:14 307:12	23:2 60:13	198:20 201:6	287:12 288:7	273:13 274:2
307:15 308:10	61:3,6 62:7	203:1,2,4,5,12	288:11,22	276:3,4 294:3
308:11,16	68:7 74:2	204:10,13,17	289:4,14,22	306:4 307:17
310:14 313:11	148:14 150:2,5	204:20 205:3	291:6,13 292:4	315:19 321:9
314:1 315:18	150:5 153:12	206:5,22	294:6 298:9,10	321:18 323:8
316:9 320:7	<b>corporations</b>	207:10,11	298:13,19,20	347:2
321:12 322:3	148:9	209:5,9,13	299:7 300:14	<b>Cort</b> 33:17 35:5
330:16	<b>correct</b> 9:15,16	210:9,9 212:8	300:20,21	35:10,21 98:1
<b>coordinate</b>	12:1 13:20	212:9 213:15	301:3,4,14	131:18,19
116:12 193:22	14:9,10 15:17	213:16 217:11	303:6,20,21	132:8
227:22	15:21 16:7,19	218:2,14	304:4 310:15	<b>Cortland</b> 132:18
<b>coordinated</b>	16:20 17:10	219:13,17	312:18 314:6	<b>cost</b> 115:8 116:2
169:18 175:12	20:1,2,4,5	220:1,15,21	315:13 316:13	116:3 178:10
180:12 185:14	21:16,17 23:6	221:4,18,22	317:16 318:2	178:21 196:18
189:11 193:10	38:22 42:2	222:1,21,22	320:21 322:3	196:22 197:6
193:13,17	51:13 56:5,6	224:8,13,22	322:19 323:9	229:15
231:9 329:2	61:15 68:19	225:5,7 226:11	323:13,18	<b>costs</b> 104:22

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

10

<b>counsel</b> 3:21 7:19,20,21,21 8:3,8,22 20:15 20:19 66:9,11 67:2 69:4 72:16 77:6,16 78:5 79:1,21 96:3 124:11 173:20 175:19 211:17 219:12 237:16 262:1 310:13 324:3,7 325:8 358:11 371:10,14 <b>counted</b> 97:9 <b>counties</b> 123:19 <b>countries</b> 196:16 200:19 200:21 257:1 <b>country</b> 107:1 109:5 134:1 177:22 196:17 230:10 237:3 239:22 258:15 327:6 <b>County</b> 7:8 19:9 19:11 34:18,19 34:19,19,21 35:11 36:8,13 65:2,3 89:19 93:12 122:16 122:18 <b>COUNTY,KA...</b> 1:2 <b>couple</b> 9:19 12:11 51:6 62:12 64:10 95:8 108:9 120:21 135:13 146:19 298:5 318:8 <b>course</b> 211:6	<b>court</b> 1:1 7:8,12 9:22 10:4,10 35:6 166:18 232:20 237:18 237:18 262:4 <b>courts</b> 174:18 <b>Cracker</b> 102:9 <b>create</b> 126:17 <b>created</b> 147:19 300:12 <b>creates</b> 347:14 <b>creation</b> 83:9 <b>Creek</b> 327:7 <b>Creighton</b> 298:4 305:6 318:11 <b>crisis</b> 282:17,20 <b>crop</b> 47:12 <b>cross-check</b> 210:20 <b>crushing</b> 104:12 <b>Crystal</b> 95:6 99:4 298:4 305:6 <b>cuff</b> 128:14 <b>culture</b> 134:21 <b>cure</b> 290:11 <b>curious</b> 311:8 311:14,22 312:10 315:14 <b>current</b> 12:3,19 225:20,22 238:17,19 275:21 279:12 <b>currently</b> 93:8 268:3 269:4 342:5 <b>curtailed</b> 109:22 <b>customer</b> 83:3 92:11 101:22 112:14,17,21 122:22 151:6 153:15,19	300:5 359:15 <b>customers</b> 92:12 92:16,18,21 93:2 103:1,4,6 105:3 111:21 113:4,17,21 114:11 115:14 117:16 118:18 178:15,16 190:7,7 295:22 298:9 343:11 357:18,19 359:10 <b>Cutler</b> 25:5 28:5 28:20 33:15 41:5,19 56:1 61:14 <b>cycle</b> 135:4 <b>cycles</b> 240:10,11 243:13 <hr/> <b>D</b> <b>D.C</b> 1:13,19 66:16 <b>dad</b> 256:18 <b>daily</b> 10:6 40:4 51:17 128:3 <b>damn</b> 186:16 190:12 <b>Dan</b> 212:2 <b>Daniel</b> 211:19 <b>data</b> 338:18 339:16 <b>date</b> 7:9 83:11 83:22 86:5,7 98:16 143:12 206:1 295:16 295:18 311:9 311:15 312:1 352:3 370:12 <b>dated</b> 183:7 278:20 303:13	364:21 366:22 <b>dates</b> 107:20 <b>dating</b> 83:8 <b>daughter</b> 45:19 46:1 <b>Dave</b> 31:8,9 40:19 43:10 53:7 61:9 <b>David</b> 2:5 7:18 17:22 18:15 21:15 25:3,21 28:11 29:1,8 33:11 34:9 41:3 46:4 53:18 61:14 216:11,20 <b>day</b> 18:7 39:13 39:13 44:4,4 131:11 276:3 282:8 283:6,15 318:11,12 337:20 <b>days</b> 40:6 241:11,16 257:10 <b>DC</b> 2:17 8:2 205:16 <b>dead</b> 241:19 <b>deal</b> 117:2 223:6 <b>deals</b> 181:14 183:15,22 222:19 223:2 292:2,8 351:3 <b>Dean</b> 111:13 159:10,11 160:11,18 161:9,20 162:3 164:4 275:21 <b>decade</b> 58:15 113:15 <b>decades</b> 340:18 <b>December</b> 158:5	268:4 269:5 328:4 <b>decide</b> 262:5 <b>decided</b> 180:13 180:17,17 292:3 <b>deciphering</b> 363:16 <b>decision</b> 167:10 189:6 191:10 201:20 <b>DeCoster</b> 111:17 162:2 <b>decrease</b> 169:8 194:8 <b>decreasing</b> 192:18 <b>Defendant</b> 9:5 <b>Defendants</b> 1:10 3:11 7:7 8:4 <b>Defner</b> 273:3,16 <b>delay</b> 283:20,22 284:2,10 285:14,22 286:2 <b>deliver</b> 87:14 113:8,9 114:12 114:14 115:7 153:19 <b>delivered</b> 87:4,5 88:18 153:14 <b>deliveries</b> 88:11 <b>delivering</b> 43:18 112:22 115:19 <b>delivers</b> 88:15 <b>delivery</b> 86:16 87:1 112:6 113:12 115:1 115:20 117:11 117:16 118:21 <b>demand</b> 185:10 193:2
---	--	---	---	---

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

11

<b>demonstrative</b> 204:5 212:22 214:12	71:10,14,17 72:7,12,12,15 72:22 73:3,6	148:9 154:10 159:6 160:19 162:5,5 173:2	46:20 51:11 56:5 149:2 151:15,17	147:13 279:11 367:17
<b>density</b> 350:20	73:12,16 74:1	175:14,16	154:2,6 155:10	<b>discussions</b> 302:10 309:7
<b>department</b> 15:10,14 18:1 19:4 24:7 39:3 40:14,16 44:5 208:19	74:3,15 75:7 75:13 76:14,15 76:22 77:5,10 79:2,9,13 80:8 80:14 167:7 168:16 170:11	176:7,14 177:21 184:2 212:4 230:5 231:8 233:16 237:2 242:14 242:17 244:12 258:17 285:10 285:10 298:1 331:7,9 334:11 336:18,19 345:8 355:9	155:18 209:4 213:5,12 227:4 227:5,9 245:19 246:17 271:5,6 272:13 303:18 303:19 325:1	<b>disposal</b> 169:18 268:3 269:4 288:14
<b>departments</b> 40:9 61:11	<b>designating</b> 168:20	242:17 244:12 258:17 285:10 285:10 298:1 331:7,9 334:11 336:18,19 345:8 355:9	<b>disagreement</b> 229:4 231:10	<b>dispose</b> 250:16 259:5 261:11 266:10 282:5 283:4,13 294:1
<b>depend</b> 287:15	<b>designee</b> 168:21 362:7	331:7,9 334:11 336:18,19 345:8 355:9	<b>disband</b> 325:3 326:2	<b>disposed</b> 268:4 269:6 275:22
<b>depending</b> 230:12 301:6	<b>designing</b> 289:3	<b>differently</b> 11:11 40:10 354:13	<b>disbanded</b> 323:18 324:13 324:20	<b>dispute</b> 207:14
<b>depends</b> 16:12 96:12 122:21 241:4 243:6 244:4 270:6,12	<b>desk</b> 33:2	<b>difficult</b> 10:5,11	<b>disbanding</b> 323:22 324:11	<b>disregarding</b> 164:3
<b>depicted</b> 132:22	<b>destroyed</b> 181:7	<b>digest</b> 363:8	<b>disclaimer</b> 330:14,19	<b>distribute</b> 279:15
<b>Depo</b> 184:14	<b>detail</b> 360:17	<b>digits</b> 106:3,6 182:21 217:4 218:8,11 341:2	<b>disbanding</b> 323:22 324:11	<b>distributed</b> 331:14
<b>DEPONENT</b> 370:1	<b>details</b> 136:3	<b>direct</b> 18:19 20:10 24:12 111:20,21 112:1,18 113:11 115:1,6 115:20 117:11 117:16 118:20 121:7 325:6	<b>disbanding</b> 323:22 324:11	<b>distributing</b> 339:22
<b>depopulate</b> 331:5	<b>determinations</b> 292:12	<b>digest</b> 363:8	<b>disclaimer</b> 330:14,19	<b>distribution</b> 101:18 112:12 112:16 114:4
<b>deposition</b> 1:15 7:4 9:13,17 65:22 66:5 82:8 182:12 184:15 310:1 328:1 351:20 364:14 369:8	<b>determine</b> 10:12 97:17 142:22 286:21	<b>direct</b> 18:19 20:10 24:12 111:20,21 112:1,18 113:11 115:1,6 115:20 117:11 117:16 118:20 121:7 325:6	<b>disclose</b> 20:16 20:17,20 307:12 325:17 325:18	<b>distributor</b> 107:19 108:6
<b>describing</b> 104:17	<b>determined</b> 221:3 305:1	<b>directing</b> 84:7 85:4,11	<b>discovery</b> 146:10,14 185:10 204:19 206:12 207:9 208:8 209:11 215:8 220:17 246:3 272:5 304:1 367:4	<b>distributors</b> 118:17
<b>description</b> 100:16 101:9	<b>developed</b> 135:2 135:11,20 139:9	<b>direction</b> 371:8 <b>directly</b> 28:5	<b>discrepancies</b> 161:4	<b>District</b> 1:1,3 7:8,9 371:22
<b>design</b> 49:19	<b>diet</b> 241:14	<b>director</b> 50:15 50:16 52:11,15 52:18 54:9,10 54:11,18 55:1 55:12 62:2 209:8	<b>discuss</b> 314:21 <b>discussed</b> 8:16 247:21 248:1,6 260:20 279:21 314:19	<b>distrusted</b> 184:10
<b>designate</b> 74:17	<b>difference</b> 158:18	<b>directors</b> 5:6	<b>discussing</b> 366:2	<b>divide</b> 42:5
<b>designated</b> 67:13,17 68:20 69:1,11,13,16 69:17,19,19 70:4,6,9,14,18	<b>differences</b> 18:17		<b>discussion</b>	<b>divisions</b> 102:20 102:22
	<b>different</b> 17:9 23:21 29:4 39:20 41:10 92:21 107:22 110:7 114:9 125:7,12,13,19 135:13,17 139:9 143:3			<b>document</b> 4:10 4:14,17 5:3,9 5:11,13,15,17 5:19,21 6:3 57:12 82:7,12 82:15,20,22

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

12

83:5,8,9,17,19	195:20 197:15	<b>dumped</b> 197:3	282:19 283:3	91:12,20 92:4
84:3 85:16	198:2,19 200:9	202:6	283:12 288:20	93:2,9 94:2,4,6
91:19 104:21	201:6,11 202:7	<b>dumping</b> 194:9	289:19 290:10	94:10,13,13,20
124:13 147:5	<b>domestically</b>	194:19 195:8	292:20 310:4	102:6,12,14
158:8 162:19	197:14	196:5 197:12	310:10 311:10	103:2 106:10
165:2,6 182:11	<b>Don</b> 66:13	197:22 198:1	311:15 312:2	106:11,19
185:1 204:2	337:14,15,17	200:8 201:5	313:8 318:1	110:4,12,13,21
214:7 216:8	337:19,21	<b>Dutch</b> 108:7,8	320:20 338:2,3	111:1,5,8,16
218:7 219:8	341:6,17		340:16	113:19,19
226:19 251:18	342:14 344:7	<b>E</b>	<b>economically</b>	115:15 121:9
251:20 257:20	345:22 347:5	<b>e</b> 3:11	365:11	121:22 124:2,7
281:8 323:4	355:16	<b>e-mail</b> 40:2,3	<b>economists</b>	125:7,13
336:14 344:11	<b>Donald</b> 2:13 8:1	69:12 313:20	347:13	126:15,21
346:1,3 348:14	<b>Donovan</b> 34:18	320:3 321:5,7	<b>educational</b>	127:1,13 128:9
351:19 363:12	121:22 122:1,1	321:10,21	64:19	128:10,16
364:13,17	122:5	328:3,7 365:5	<b>EEP</b> 135:18	129:9,11,13
366:19,21	<b>door</b> 112:6	365:8	<b>effect</b> 293:11	130:2 131:12
368:12	<b>Double</b> 178:7	<b>earlier</b> 129:14	346:19	131:17 133:5,5
<b>documentary</b>	<b>doubt</b> 83:19	170:20 184:9	<b>effects</b> 346:16	133:15 142:6
143:18	158:9 163:7	264:19,22	<b>efficiencies</b>	143:22 148:11
<b>documentation</b>	<b>dozen</b> 199:8	267:6 276:1	319:5	150:11 151:8
119:14 174:20	297:10 361:5	282:6 283:4,14	<b>efficient</b> 318:15	151:10 152:5
357:22	<b>Dr</b> 339:16	293:22 294:1	322:7	152:17 156:21
<b>documents</b> 14:4	<b>dream</b> 114:5	329:13 331:8	<b>efficiently</b> 319:6	157:3 158:1
67:6,8,10 77:7	<b>dried</b> 102:21	347:5	<b>effort</b> 231:9	169:9,9 170:15
82:10 132:13	129:10 258:12	<b>early</b> 169:17	261:14 283:7	170:19,21
136:2 152:2	<b>drive</b> 178:10,21	192:19,20	<b>efforts</b> 169:8	171:2,7,17,18
173:22 197:21	<b>driving</b> 179:4	193:10,11,22	173:20 193:10	172:1,15,19
207:18 216:15	<b>dropped</b> 111:5,6	194:1 220:20	193:14,18	173:5,11 174:3
221:9 336:3	176:5	220:21 237:10	227:22	174:4,12 175:6
341:15 351:22	<b>drug</b> 186:16	251:15,16	<b>egg</b> 1:9 3:2,3	175:7,11 176:8
<b>doing</b> 48:7 74:8	<b>dry</b> 94:2,3,15	253:21 268:5	4:16 5:5 7:6	176:14,15,17
108:3 111:10	109:14	269:6 280:12	16:6 17:4 19:9	183:18 186:8
201:17 202:1,5	<b>dryer</b> 150:17	280:13 323:12	28:10 35:2,3	187:1 191:17
290:14 292:20	<b>drying</b> 36:11	323:12 329:3,4	35:12 36:11,15	192:19 193:2
318:5 361:16	150:11,12	329:14,14	37:2,5,20	195:3,20
365:11	151:7,11	<b>easier</b> 214:8	40:22 41:1,7,8	196:14 198:2,6
<b>dollars</b> 116:9	<b>due</b> 211:6	<b>economic</b> 5:9	41:9,11,20	198:7,9,11,20
183:19 318:8	324:13	168:4,6 273:18	43:4,18,19,22	200:9,19 201:6
<b>dolly</b> 114:19	<b>dues</b> 274:1	279:6,8,12,15	47:7 49:19	201:11 202:7
<b>Dolph</b> 248:21	<b>duly</b> 8:12 371:5	280:16 281:3,6	84:20 87:2,4,4	202:14 220:4
<b>domestic</b> 195:10	<b>dump</b> 195:19	281:15 282:16	88:22 89:4,5,6	221:6 224:15

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

13

224:17 225:21	125:15,21	239:12,16,17	<b>eliminate</b>	174:12 298:1
229:13 230:5,6	126:7,11 128:7	239:19 240:1	115:12,13	<b>environmental</b>
230:7,9 231:7	<b>eggs</b> 41:12,21	242:2,8,9	<b>eliminated</b>	43:16 44:6
231:8 235:18	43:22 85:19	243:4,19	342:9	205:1,9 206:16
236:17 237:8,9	87:18 88:5,15	244:22 254:16	<b>eliminating</b>	207:13 208:11
238:17 240:21	88:18,19 89:20	255:15 256:13	115:19	208:15,19,22
242:1 243:14	90:1,7,7,9 91:2	257:17 258:9	<b>elimination</b>	215:12,20
246:16 258:5,5	92:2 93:7	258:11,13,13	169:21 350:13	216:6 217:8,14
258:10,12	94:14,19 95:4	259:11,19	<b>else's</b> 153:22	217:22 218:3
267:9 269:19	95:12,17,22	260:10 261:15	<b>employed</b> 64:16	<b>equipment</b>
270:5,9,11,15	97:6,8,17	266:17 269:19	371:11,15	104:14 116:15
281:14 282:11	102:1,19,20,21	270:10,15	<b>employee</b> 50:14	197:6 318:7
283:8 284:15	102:22 103:18	276:8 277:1	52:2 53:3 54:4	327:3
285:2,15,16	104:6 105:15	282:12 283:7	55:3 60:10	<b>Errata</b> 370:7
287:11,12	107:4,21 109:4	283:16 284:13	136:5,18 137:3	<b>ESQ</b> 2:4,5,12,13
288:21 289:8	110:3,12,16,16	284:14 285:1	138:9 154:11	3:4,5,13
289:13,21,22	113:1,5,18,22	286:9,14,17,18	154:12 371:14	<b>establish</b> 318:13
291:6,6,13,13	115:16 121:9,9	289:13 290:7	<b>employees</b> 39:12	319:4
295:21 297:14	121:15,16	290:18 295:12	80:7 104:14	<b>established</b>
297:18 298:3,4	122:7,9,12,17	295:19 296:16	117:10 136:6	296:21 297:1
298:8,8 300:12	122:20 126:18	296:17 298:8	<b>empty</b> 283:21	315:4
301:13 303:9	126:19 127:8,9	298:12 299:6	288:15	<b>establishing</b>
304:7 305:10	128:5,8 129:10	300:16,19	<b>encompasses</b>	296:18
305:22 307:7	129:10 151:7	302:6 303:4	14:22	<b>estate</b> 60:19
310:10,13	153:5,15 169:9	306:7 320:12	<b>ended</b> 299:17	150:8,10
311:1 312:11	175:18 178:21	321:15 359:3	<b>ends</b> 84:3	<b>estimated</b> 342:5
314:4 315:3,9	185:15 186:9	359:11,20	<b>enemy</b> 182:2	<b>estimates</b>
317:10,13,21	187:2,7 188:10	360:10,12	<b>engage</b> 345:7	158:16
318:7,16,17	189:12 190:4	<b>eight</b> 116:16	<b>engaged</b> 181:14	<b>et</b> 1:6,9 7:5,6
328:10,17	194:8,9,18,19	<b>Eighteenth</b> 3:8	185:14 186:3	105:1 340:10
329:12 330:11	195:9,19 196:5	<b>Eimer</b> 3:14	189:10 192:18	<b>Europe</b> 109:15
330:16 337:2	196:15 197:2,4	<b>either</b> 16:17	201:2 222:20	196:20 197:3,5
345:4 353:18	197:12,15	17:3 40:3 56:4	<b>enhanced</b> 122:9	197:8
354:21 356:6	198:1,10,13	141:14 161:15	122:20	<b>European</b>
360:7,19	200:8,18 201:5	323:15	<b>entire</b> 27:5	109:15 126:19
361:10 364:1	201:18,19,20	<b>elected</b> 173:5	<b>entities</b> 7:21	197:7
367:4	201:21 202:5	174:3 305:4	156:11	<b>evaluating</b>
<b>Eggland's</b>	228:1 229:7,14	<b>electric</b> 139:6	<b>entitled</b> 69:4,9	244:11
108:14 122:14	229:20 233:19	<b>electricity</b> 181:5	<b>entity</b> 148:4,17	<b>Everhart</b> 208:14
123:1,6,11,13	234:13 235:4	<b>Elias</b> 46:2 54:1	148:18 149:22	208:17 216:6
123:15,20	235:14 236:20	<b>eligibility</b>	151:10 154:14	217:5,14,17
124:15 125:6	237:4,12 239:9	167:13	154:16,17,18	218:3

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

14

<b>everybody</b> 231:10 232:8 261:5	327:1 <b>exceeding</b> 134:22	261:9 262:16 265:4,19 266:22 271:3	306:17 317:19 <b>explaining</b> 322:5	<b>facility</b> 35:21 36:19 37:9,18 47:7 89:8,9,11
<b>everyone's</b> 260:18 270:2	<b>Excerpt</b> 4:16,19	278:19 281:1 281:14 282:2	<b>export</b> 201:16	89:13 90:14
<b>evidence</b> 72:14 192:3 195:1 229:1	<b>excludes</b> 99:20 <b>excuse</b> 58:11 80:22 180:17 182:17 202:16	293:2,3 302:13 302:19 303:11 309:16,20	<b>exports</b> 195:8 195:19 198:18 201:3,4 202:5 221:4,18	91:21 92:3 94:16 98:1,11 98:22 99:1 121:21,22
<b>evidentiary</b> 143:18	319:15 <b>executive</b> 12:6 13:8 23:2,4,8 23:13,19,22	323:1 327:17 327:21 329:22 330:1 333:1,5 333:8 340:21	<b>extended</b> 276:2 <b>extensive</b> 116:12 <b>extent</b> 324:2 <b>extra</b> 342:9	125:8 131:17 133:14,16 142:16,18 144:10,12
<b>evidently</b> 278:6 <b>exact</b> 45:3 99:4 99:5 107:20 124:4 136:2 143:12 163:17 171:20 200:14 205:10 206:1 221:10 225:3 234:4 295:16 297:4 305:4	24:4,10,15 25:11,14,20 26:16 31:4,22 32:3 58:9,10 58:12 59:6,12 149:2 <b>exhibit</b> 4:7,8,10 4:12,13,14,15 4:16,17,19,21 5:2,3,4,7,9,11 5:13,15,17,19 5:21 6:2,3 65:4 65:8 67:12 81:14,21 82:3 119:22 120:4,5 130:13,14 131:22 132:1 134:15 137:15 146:21 156:15 156:19 166:22 182:7,11 184:14 203:13 203:17 210:4 210:15 211:4,7 214:12 215:5 216:17 217:1 217:13,21 219:15 224:3,4 238:17 245:3 246:10,14	344:9 346:5 348:4,6 351:6 351:10,15 364:8,9 366:21 <b>EXHIBITS</b> 4:6 5:1 6:1 <b>exist</b> 360:2 <b>existing</b> 98:20 133:13 293:3 301:3 335:6,18 335:21 336:11 343:9 344:5,21 345:16 <b>exists</b> 150:7 <b>expanded</b> 90:18 98:19 192:16 <b>expands</b> 98:1 <b>expansion</b> 42:15 111:7,10,18 <b>expectation</b> 354:19 <b>experience</b> 289:9 353:12 <b>expert</b> 340:14 340:16 <b>expires</b> 371:18 <b>explain</b> 89:4 103:12 153:8 162:3 231:5 258:2 306:1,8	<b>eye</b> 160:20 223:8 <hr/> <b>F</b> <b>F</b> 168:21 <b>face</b> 338:13 <b>facilities</b> 19:6 32:11 34:1 35:1 36:6 37:7 49:18 50:19 51:2 93:7,10 94:3,8,12,21 95:10 96:2 98:18,20 99:21 100:3 102:14 112:21 113:19 115:15 125:14 126:7 127:14 131:13 132:4 133:21 134:11 142:2,3,14 144:17 145:5,8 145:11 146:4 151:12 152:11 152:16 181:4,7 193:8 197:6 318:15	145:1,22 146:17 150:12 150:12,17,18 155:7,10 156:5 361:16,21 <b>fact</b> 138:14 142:16 164:14 187:5 193:19 193:21 195:8 198:18 201:1,2 201:3 220:10 221:14,17 282:10 287:7 301:10 324:10 335:11 342:17 343:8 355:22 362:9 368:8 <b>facts</b> 192:3 194:22 228:22 281:17 358:14 <b>factual</b> 195:5 <b>failed</b> 295:2 <b>failure</b> 368:10 <b>fair</b> 11:7 44:17 45:1 71:19,21 73:21 75:4 88:3 106:15 115:22 116:1 161:15 179:5 339:15 340:13

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

15

<b>fairly</b> 84:15 86:1 86:2,11 223:17	164:21 298:5 336:20	141:15	248:22	<b>flock</b> 14:15,21
<b>fall</b> 114:13	<b>farmer</b> 191:17	<b>featuring</b> 310:4	<b>financially</b> 371:15	15:3,10,14,17
<b>familiar</b> 82:11	<b>farmers</b> 328:11	<b>February</b> 158:2	<b>financials</b> 27:4	17:7 18:1,16
120:5,6 136:2	328:17 329:12	225:4 333:18	<b>find</b> 91:5 217:17	18:20 19:4,22
147:4 156:20	<b>farming</b> 47:10	352:5 364:21	328:13 367:2	20:8 21:15
160:17 224:7	47:11	<b>fed</b> 127:7,17	<b>fine</b> 138:5 165:9	24:7 28:12
331:16 333:11	<b>farms</b> 2:11 3:22	<b>feed</b> 86:22 87:3	223:16 319:22	40:13,15 41:3
<b>familiarize</b> 348:15	8:3,8 47:22	88:7,7 97:22	<b>finish</b> 21:8	44:4 52:20
<b>family</b> 13:19,21	54:15 90:1,2	99:22 100:10	284:13 316:3	53:5,8 86:22
14:14 20:10	90:10,11 92:2	104:13 125:18	319:19,20	163:12 169:18
30:1 38:16	99:4,22 100:5	126:17 127:17	320:1	169:19 240:5,7
39:1,14 47:21	100:9,9 104:10	127:19 133:2	<b>fired</b> 19:15,18	268:5 269:6
50:13 54:15	104:12 105:12	139:7 181:6	19:19	270:5,8 276:1
55:13 56:4	106:17 107:6	241:10,16	<b>firm</b> 5:8 8:2	282:7 283:6,15
59:18 62:17	108:7,8 111:17	290:11	78:1 173:15	290:7,19 314:5
63:5,7 129:22	118:17 121:8	<b>feeding</b> 105:1	174:19 175:21	316:11 335:11
183:16 188:1	129:21 131:12	<b>feeds</b> 101:18	176:2 204:3	335:19 336:5,6
189:2 255:1	134:16,20	<b>feel</b> 161:17	205:17 210:15	336:11,13,17
292:2 305:8	136:6,7 137:7	219:4	349:6	337:6 338:20
<b>famous</b> 242:15	138:10 146:16	<b>feelings</b> 270:2	<b>firms</b> 176:6	339:6 341:18
<b>famously</b> 178:7	146:16 148:2,9	<b>feels</b> 366:4	<b>first</b> 8:12 9:14	341:21 342:4
<b>far</b> 39:11,12	149:4 154:19	<b>fees</b> 183:19	19:12 65:15	343:8 344:4,20
63:22 77:2,5	158:4 159:4,8	<b>fell</b> 17:12 107:3	83:11 85:20	345:16 350:21
80:6 161:15	159:11 160:13	<b>Fidelity</b> 60:20	89:12 121:7	353:18 354:20
175:21 198:8	160:13 184:17	<b>field</b> 111:8	130:5 149:7	356:5,22
208:13 212:22	184:19 211:17	126:11	157:22 170:13	<b>flocks</b> 40:17,20
349:15	236:19 305:8	<b>fifth</b> 368:1	185:9 189:6	41:4 226:4,15
<b>farm</b> 13:21 19:9	305:10 327:7	<b>fifties</b> 225:21	211:13,15	230:3 233:16
23:11,14 36:10	336:18 337:1	238:18	225:12 263:11	234:10 235:2
37:3,5 43:5	<b>farther</b> 182:4	<b>fighting</b> 183:20	265:8,8 273:6	235:12 239:1
46:21 47:10,20	<b>fast</b> 229:19	<b>figure</b> 70:17	304:6 321:13	240:3,7,8,12
48:2,4,21	<b>father</b> 87:17	<b>figures</b> 263:18	333:13 338:5	240:21 241:5
54:14 84:20	255:1 256:6	<b>filed</b> 174:20	338:10 342:13	241:21 242:5
89:22 100:7,7	<b>fatty</b> 126:22	175:15 181:16	<b>firsthand</b> 174:17 194:3	243:2,7,12,17
100:14 104:2	<b>favor</b> 280:3	<b>fill</b> 153:16	<b>fit</b> 305:5	244:18 250:15
105:20,21	<b>FDA</b> 18:22 19:1	158:12	<b>five</b> 34:16 49:4	259:4 261:10
121:22 124:2,7	19:5,13,16	<b>filled</b> 332:5	118:2,10	266:9 275:22
126:11 127:15	20:3,6 21:3,10	<b>filling</b> 332:4	134:13 143:10	283:20 284:1
131:1 153:13	21:14,20 22:2	<b>fills</b> 49:1	<b>Flag</b> 18:7	284:11 285:14
154:19 155:20	22:7,18 140:3	<b>final</b> 268:17	<b>fleet</b> 117:5	286:3 293:21
	140:9,11	<b>finance</b> 56:16		331:5
		<b>financial</b> 83:2		<b>floor</b> 342:3

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

16

343:5,22	300:18	328:19 329:6	58:11 157:5	184:15 191:11
344:19 345:14	<b>force</b> 117:15	342:21 345:19	<b>Fresh</b> 103:7	311:8,13,22
<b>Florida</b> 33:5,10	294:13,21	349:18 351:4	160:15	313:6,20
<b>flow</b> 4:15 147:8	<b>forces</b> 256:15	353:20 362:15	<b>friend</b> 166:11	315:12,15
<b>FMI</b> 296:6,7	<b>forecast</b> 279:7	363:5	<b>friends</b> 142:5	321:5 324:16
297:16 343:11	280:20	<b>formalization</b>	<b>front</b> 71:1 214:5	328:9,15
345:7	<b>forecaster</b> 338:3	147:21	219:8 238:16	<b>general</b> 3:21 8:8
<b>focus</b> 80:18	<b>forecasts</b> 279:16	<b>formalized</b>	255:1 256:19	43:5 48:3,20
111:21	338:3 340:9	147:22	262:4,17 315:2	54:14 74:21
<b>focused</b> 108:12	<b>foregoing</b> 370:5	<b>format</b> 120:7	<b>frozen</b> 258:13	84:10 91:11
<b>folks</b> 14:3 115:5	371:3,5	<b>formed</b> 306:14	<b>frustrated</b>	93:16 98:16
115:7 117:20	<b>foreign</b> 194:9,20	<b>forms</b> 331:13,17	274:17	107:9 111:17
118:10 203:10	195:9,20 196:5	331:22 332:7	<b>full</b> 115:10	151:12 211:16
242:22 274:18	197:13 198:2	<b>formula</b> 125:18	357:15,15	248:4
283:4 327:4,6	198:19 200:9	<b>formulization</b>	<b>full-time</b> 50:14	<b>generally</b> 82:13
<b>follow</b> 202:9	200:17 201:5	126:17	52:2 53:3	178:18
226:2 238:21	202:6	<b>forth</b> 230:2	60:17	<b>generate</b> 57:13
<b>followed</b> 225:14	<b>foreseeable</b>	<b>Fortin</b> 250:14	<b>fuller</b> 159:19	154:21 156:6
226:15 242:22	323:8	266:8	<b>fully</b> 119:7	<b>generated</b> 94:20
244:21 265:11	<b>forget</b> 39:5	<b>Forty</b> 49:12	<b>functioning</b>	<b>generation</b>
282:10 284:22	75:21 149:12	<b>forwards</b> 218:9	297:6	183:11
285:15 286:7	256:21	<b>fought</b> 93:16	<b>functions</b>	<b>gentlemen</b> 25:10
286:16 287:9	<b>forgot</b> 66:18	<b>foundation</b>	222:10 244:13	<b>Georgia</b> 37:2,15
288:19 289:21	124:19	201:8	<b>further</b> 28:6,8	37:19 99:4
291:3,12	<b>form</b> 8:19 19:18	<b>four</b> 134:12	41:1,4,8,20	150:8 151:5
<b>following</b>	48:22 73:10	231:8 247:12	135:3 213:4	<b>Germantown</b>
250:13 279:13	75:9 120:10	271:22 341:20	371:13	35:11 122:15
<b>follows</b> 8:13	138:22 162:14	<b>fourth</b> 212:16	<b>future</b> 226:1	124:1,7,7
<b>food</b> 101:14,15	164:2 185:17	247:3,5,5,8	238:20 279:12	125:3
101:17,21	187:10,18	<b>franchise</b> 123:6	323:8	<b>Germany</b> 142:5
102:3,4,8,11	193:12 194:2	123:10,14,21		<b>getting</b> 238:3
102:19 104:4	194:10,21	123:22	<b>G</b>	255:14 256:11
110:1,4,19	202:8 223:4	<b>Francisville</b>	<b>G</b> 1:19 169:6,6	257:15 319:17
140:9 141:14	226:19 228:2,9	34:5	169:14,15	337:20 339:19
241:15 249:21	228:21 229:2	<b>frankly</b> 183:11	170:3 371:2,20	368:21
304:9,11	248:8 259:21	<b>free</b> 121:16,19	<b>gal</b> 77:20	<b>Gibson</b> 25:21
<b>Foods</b> 94:21	260:13 261:16	122:8 170:11	<b>gallons</b> 92:15	29:8 34:9
95:7,8,8 104:5	262:10 290:1	355:5 366:8	<b>gap</b> 225:22	<b>give</b> 16:1 74:12
111:13,14,14	292:5,6 312:19	<b>Fremont</b> 160:12	238:18	75:3 82:14
111:15 151:13	314:7 316:14	160:13	<b>gasoline</b> 117:7	111:12 196:21
164:20 297:21	318:3 324:1	<b>frequently</b>	<b>geek</b> 39:6	214:7 216:11
298:3,18 299:5	325:5 326:4	48:14 51:5	<b>Gene</b> 172:21	327:1 340:6

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

17

348:14 351:12	<b>going</b> 10:1 11:6	<b>government</b>	316:8 320:4	99:18 157:17
366:5	20:13 64:11	206:20 207:22	321:5 326:8	158:16 223:8
<b>given</b> 215:1	65:16 69:5	219:12,16	328:9	241:5 243:7
344:3 362:5	72:13 80:18	257:14 272:15	<b>Gregory's</b>	248:10 307:13
370:6 371:10	82:2 91:17	328:12	321:10,22	308:14 344:6
<b>gives</b> 47:22	102:21 117:1	<b>grade</b> 41:12,13	<b>grew</b> 87:3	<b>guests</b> 247:18
53:14	150:3 159:20	41:14	<b>grocer</b> 108:2	271:15
<b>go</b> 9:20 11:17	164:1 166:17	<b>graded</b> 201:21	<b>Grocers</b> 1:5 7:5	<b>guideline</b>
32:15,16 43:20	166:18 172:13	<b>grader</b> 104:14	108:1	333:10
63:17 67:12,19	190:13,14	230:8	<b>grocery</b> 108:17	<b>guidelines</b> 296:4
70:19 74:3	193:3 197:8	<b>grading</b> 28:14	128:20 296:8	333:14,20
75:11 79:6	198:12 213:17	28:16,18 40:22	360:5	334:11,15
81:19 92:19	214:1,8 218:9	41:7,11 87:18	<b>ground</b> 9:21	352:15
103:3,22	220:8 223:13	133:11,16,17	86:20 98:11	<b>guise</b> 188:8
104:19 105:10	232:17,20	<b>graduated</b> 54:17	<b>grounds</b> 9:2	342:17
114:20 139:15	233:15 234:22	65:2	<b>group</b> 111:14	<b>guru</b> 205:5
145:11 155:2	235:21 237:15	<b>grain</b> 27:10	159:10,11	<b>Guthrie</b> 34:4
156:8 158:15	237:17,18	<b>grandchild</b>	160:11,18	36:4,10,12
160:2 166:22	239:17 240:1	54:19	161:9,21 162:3	93:12,17 94:16
174:15 177:18	242:16,18,20	<b>grandfather's</b>	163:1 164:4	134:1
178:15 193:16	244:9 249:18	131:1	176:16,16	<b>guy</b> 142:20
198:14 199:11	257:13 262:3	<b>great</b> 105:2	191:19 198:11	208:18 231:12
200:22 201:8	287:18 299:2	223:17	200:20 221:3	300:2 349:4
204:5 207:18	299:12 300:16	<b>greater</b> 98:7	230:6 231:7	<b>guys</b> 61:10,13
211:22 212:16	302:5,7 309:6	<b>Greg</b> 25:15	236:21 296:8	237:8 258:4
213:4 218:6	309:10,11	26:18 27:2	318:14	
231:17 232:20	318:8 332:1,8	29:6,16 34:7	<b>groups</b> 63:5	<b>H</b>
245:5,13	345:11 355:4	38:4 57:1	140:2 173:16	<b>H-A-R-W-E...</b>
253:20 258:7	356:4 358:18	61:17 118:15	175:17 176:7	26:6
258:10 262:3	<b>golf</b> 183:14	128:18 204:18	184:3	<b>H-A-R-W-I-G...</b>
265:13 277:3	<b>good</b> 52:8 127:1	206:11 207:8	<b>grow</b> 257:11	26:5
277:13 292:19	165:8 183:12	208:7 215:3,7	<b>growers</b> 305:21	<b>H-I-N-T-O-N</b>
316:5 324:5	219:4 273:11	246:2 271:16	306:13 310:5	25:15
325:10 341:3	281:19 305:5	271:20 272:2,3	310:19 311:18	<b>H-U-R-D</b> 18:3
342:12 355:6	322:9 369:2	272:20 359:7,8	312:5,14 313:8	<b>Hale</b> 204:22
361:3 363:11	<b>GoodEgg</b> 365:2	362:2 367:12	315:1,12	205:4 206:15
<b>goal</b> 112:13	<b>goods</b> 153:11	368:19	316:13	207:12 208:11
<b>God</b> 186:16	<b>gotten</b> 116:15	<b>Gregories</b>	<b>growing</b> 100:7	215:12,20
<b>goes</b> 47:20 83:15	311:9,14 312:1	172:21 182:3	<b>grown</b> 130:1	216:2
224:17 242:2	<b>govern</b> 190:14	<b>Gregory</b> 184:15	<b>growth</b> 83:14	<b>half</b> 11:18 113:6
258:3 295:4	<b>governance</b> 4:15	295:5 313:6,20	85:10 99:15,20	132:19 150:19
356:14	147:9	315:12,15	<b>guess</b> 82:17	197:5 328:4

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

18

<b>halfway</b> 33:9,10 352:18	283:20 284:1,3 284:10 285:14	196:16 197:22 199:20 200:4,4	353:8 354:15	253:15 254:19
<b>Hallbrook</b> 302:21	286:1,2,21 287:16,17	200:8,13 286:2 286:14 301:22	<b>Hendrix's</b> 353:22	267:12 269:12 270:21 271:16
<b>hamburger</b> 299:22	288:14 323:13 329:4,14	302:2 313:7 315:16 355:22	<b>hens</b> 15:21 16:3 17:8 99:9	272:4,21 278:3 323:17 359:7,8
<b>Hamilton</b> 3:6	<b>hatched</b> 87:3 243:10	356:2,3,11,13 <b>hearing</b> 193:20	121:17,20 129:22 130:6	362:2 367:12 368:19
<b>hand</b> 81:18 164:19 216:20	<b>hatchery</b> 86:15 86:21 88:11	<b>hearsay</b> 9:2 196:10,12	132:8,11 134:7 158:5 160:8	<b>hire</b> 114:5 <b>hiring</b> 23:9
217:6 218:14	97:21 98:5,6	<b>heart</b> 127:2	161:10 163:6 164:22 242:6	114:6 116:19
<b>handle</b> 27:4	99:22 104:12 243:9	<b>held</b> 12:9 103:16	250:16 259:5 261:11 266:10	<b>historically</b> 173:4
<b>handling</b> 68:21 136:7	<b>hatches</b> 286:5 286:11 287:10	<b>Hello</b> 332:22 <b>help</b> 239:20	268:3 269:3 282:6 283:4,13	<b>history</b> 64:13 80:20 82:17
<b>handout</b> 328:6	292:19	303:4 310:13 <b>helped</b> 308:21	284:12 294:1 301:2,9 331:4	83:13 85:10 99:15 129:19
<b>handouts</b> 328:13	<b>hatching</b> 87:2 <b>hate</b> 182:5	<b>helpful</b> 10:7 <b>Helping</b> 15:4	365:10 <b>hereto</b> 371:15	<b>hit</b> 199:12 258:7 <b>hold</b> 13:5,7
<b>hands</b> 10:2	<b>haul</b> 90:7 112:20 114:6	<b>helps</b> 104:22 239:22	<b>Hickey</b> 2:5 7:18 237:19 267:5	14:17 68:18,18 137:19 143:6
<b>handwriting</b> 183:1	153:10 237:5 <b>hauler</b> 153:20	<b>hen</b> 44:8 130:5 140:22 141:10	<b>Hickman</b> 298:3 305:8	249:4,8 284:13 320:18
<b>Hanson</b> 2:6	<b>hauling</b> 90:1,9 <b>hauls</b> 153:6,7	141:11 158:18 169:20,22	<b>high</b> 64:21 65:1 110:10 134:10	<b>holder</b> 123:21 <b>home</b> 33:1
<b>happen</b> 139:11 240:19 244:9	<b>He'll</b> 238:10 <b>head</b> 24:6	206:21 208:1 209:11 218:13	229:7,15 318:21	<b>honestly</b> 338:13 <b>Hop</b> 299:21,21
<b>happened</b> 17:21 84:11 107:11	<b>headline</b> 265:9 <b>headquartered</b> 31:4	242:1 272:16 288:14 297:15	<b>higher</b> 126:17 197:1 337:12	<b>hope</b> 197:14 234:18,21
107:12 116:14	<b>headquarters</b> 30:22 32:4,6	304:2 336:7,7 <b>Henderson</b> 7:12	<b>highest</b> 126:21 <b>highlighted</b> 273:19	254:17 257:17 260:11,18
142:9 179:7	119:7 146:3,7 <b>heads</b> 10:11	7:13 <b>Hendrix</b> 14:6,11	<b>HIGHLY</b> 1:12 <b>highway</b> 115:10	266:18 270:15 282:11 284:14
180:3 188:6	<b>health</b> 135:3 136:6 141:8,12	45:15,16 46:2 46:2 54:1,16	<b>Hinton</b> 25:15 29:6 34:7 57:1	286:17 <b>hoped</b> 300:9
237:1 242:14	249:1 <b>hear</b> 180:7	183:4 204:14 206:7 207:5	61:17 118:15 128:18 168:22	254:17 257:17 260:11,18
254:21 258:3	332:21,22 <b>heard</b> 185:6	208:4 212:18 213:18 214:13	169:3 204:18 206:11 207:8	266:18 270:15 282:11 284:14
<b>happening</b> 197:12 245:7	186:4 193:18 195:4,7,18	214:19 246:19 247:3 271:16	208:7 215:4,7 226:10 246:2	286:17 <b>hoping</b> 291:12
286:15	196:1,5,9,13	272:8,20 352:7		<b>hospitality</b> 55:10
<b>happens</b> 242:1 290:10 355:5				<b>hotel</b> 55:10,11 <b>hour</b> 11:17,18
<b>happy</b> 258:19				223:13 <b>hours</b> 66:6
<b>hard</b> 108:12 162:1				248:16 319:2
<b>Harweger</b> 26:2 26:4 29:10				
35:4 57:2 58:5				
<b>Harwiger</b> 26:3				
<b>hatch</b> 169:20				

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

19

<b>house</b> 33:2,4 125:16 169:20 237:11 292:19 367:18	289:7,15 309:2 340:2 351:5 360:15 361:5	<b>impacts</b> 317:2 <b>implementation</b> 329:15	288:13 301:7 346:19	101:14,16,19 101:19,21
<b>housed</b> 134:8 165:1 342:6	<b>ideal</b> 331:4 342:4	<b>implemented</b> 192:11 311:18	<b>increasing</b> 301:1 346:15 356:7	102:5 104:4,15 108:11 110:2
<b>houses</b> 44:8,8 130:5 134:4 192:15 244:7 256:17 283:20 288:15 292:17 292:18 336:7,8 355:7,8	<b>identification</b> 65:5 81:22 120:1 130:15 132:2 146:22 156:16 182:8 203:14 211:8 224:5 246:11 302:14 309:17 323:2 327:18	<b>important</b> 10:8 10:22 11:9	<b>incubator</b> 284:2 <b>independence</b> 317:9 320:11 321:14	131:12 135:1 156:21 157:3,4 158:16 169:8 170:19 171:7 173:2 183:13 198:6,7 239:20
<b>housing</b> 368:4	330:2 333:2	<b>implementing</b> 191:22 272:10 306:18	<b>Indiana</b> 19:11 26:2,9 31:2,10 31:12,14 33:12 34:5,6,6,11,14 38:10,12 89:19 93:19 122:1	249:1 250:15 257:3,15 259:4 261:10 266:9 279:6 281:14
<b>HR</b> 27:13 60:20	348:7 351:7	<b>imposing</b> 257:14	123:20 124:7	282:11 288:20
<b>HSUS</b> 144:5	364:10	<b>Improper</b> 19:3	129:4 132:18	292:11 295:6
<b>human</b> 141:8,12	<b>identified</b> 11:21 28:5 44:12	<b>improperly</b> 142:1	205:14	301:11 306:10 314:5 327:5
<b>hundred</b> 69:6 361:14	62:10 65:12,17 67:21 68:6 73:21 79:19,22 80:3,4 128:6 156:11 162:19 248:22	<b>improve</b> 225:13	<b>indicate</b> 132:14 227:16 332:1	338:20 340:14 340:15,18 342:2 346:22
<b>Hurd</b> 17:22 18:3 18:15 21:15 25:3 28:11 29:1 31:8,9 33:11 40:19 41:3 46:4 53:7 61:9,14 127:11	<b>identifies</b> 119:5 185:4	<b>in-house</b> 78:5,10 78:17 219:12	<b>indicated</b> 19:22 253:10 323:15	<b>industry-wide</b> 192:19 312:14
<b>husbandry</b> 333:9	<b>identify</b> 7:20 66:10 67:20 120:13 128:13 129:10 308:11 333:7 359:14 359:17	<b>inaccurate</b> 84:17,20 86:4 86:6 159:2,3	<b>indicates</b> 163:5 164:14 250:22 252:17 317:20 367:11	<b>inedible</b> 94:4,10 109:21 150:12 150:18
<b>Hy-Vee</b> 113:21	<b>Illinois</b> 3:16 122:2 123:19 129:5	<b>inch</b> 296:10 334:19 335:4	<b>indicating</b> 355:20	<b>inefficiencies</b> 321:1,6,19 322:8
<b>hypothetical</b> 194:22	<b>immediately</b> 202:21 250:17 259:6 261:13 266:11 327:15	<b>inches</b> 192:13 196:22 197:4 299:20,22 301:6 335:9 342:7,7 345:10 366:5,6	<b>indication</b> 251:9 251:13,17,21 252:9,11 269:11 280:5 281:9,11	<b>inevitably</b> 346:20
<b>I</b>	<b>impact</b> 140:21	<b>include</b> 121:15 279:16 341:20	<b>indirect</b> 118:16	<b>information</b> 20:15 83:5 91:6 120:7 121:1 168:9,13 191:21 193:1 279:7 288:7,11 340:4
<b>ICC</b> 153:1,9		<b>including</b> 69:6 122:8 167:3 169:17	<b>individual</b> 121:2 162:22 171:10 336:7	<b>informed</b> 324:7
<b>Idaho</b> 305:21		<b>Incorporated</b> 149:4	<b>individually</b> 118:9 279:22	<b>ingredient</b> 93:5 104:1
<b>idea</b> 53:20 59:16 83:21 144:14 145:15 153:14 186:3 255:11 269:22 280:21 281:6 284:16 286:3 287:18		<b>increase</b> 244:2 283:16 285:2 286:9 287:17	<b>industrial</b> 102:11,16 103:5 110:5	<b>initial</b> 304:7
			<b>industry</b> 4:16	

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

20

334:22	238:21 282:16	13:13,19 39:15	<b>Jasmin</b> 7:11	221:8,14 222:2
<b>initiate</b> 241:9	282:19 283:3	156:2 220:2,8	<b>Jeff</b> 25:5 28:5	223:3 225:2,4
<b>input</b> 56:8	283:12 288:20	220:9 222:11	33:15 40:22	276:16 296:7
<b>inquiry</b> 189:9	289:19 290:3,4	295:11 296:18	41:5,19 43:10	333:17 338:11
<b>inside</b> 142:18	292:21	<b>involvement</b>	56:1 61:9,14	352:4 355:21
<b>insisting</b> 359:11	<b>interested</b>	172:1 220:5	91:22 154:8	362:10,22
<b>inspection</b> 335:1	371:16	222:4 307:11	<b>Jen</b> 35:5,15	363:20
<b>instigated</b> 173:6	<b>interesting</b>	<b>involving</b>	121:21,22	<b>joiners</b> 177:7
173:14 174:5	328:5	323:12	122:4,17	<b>joining</b> 186:22
<b>instigating</b>	<b>International</b>	<b>Iowa</b> 26:11 34:4	<b>Jennings</b> 65:2,3	189:5 193:11
175:20	148:10,13	36:2,3,9,9,13	<b>Jerry</b> 305:20	194:1,7,17
<b>instigator</b> 176:1	149:7 154:13	93:13,17	<b>job</b> 60:17 64:13	220:7 366:9
<b>institute</b> 175:3	155:2	160:21	<b>Joe</b> 8:7 78:4	<b>Jones</b> 5:7
<b>instituted</b>	<b>internationally</b>	<b>ironic</b> 317:10	219:11	302:21
343:11	109:14	320:11 321:14	<b>Joe's</b> 78:13	<b>Joseph</b> 3:20
<b>Institutional</b>	<b>interpretation</b>	<b>Irving</b> 349:9,20	<b>John</b> 2:12 8:5	211:16
101:20	135:1	349:22	26:14 29:14	<b>JR</b> 2:12
<b>instruct</b> 237:15	<b>interrogatories</b>	<b>Isaacson</b> 174:19	31:21 36:17,18	<b>JRust@goode...</b>
237:16	210:1 211:13	176:2 349:9,20	45:14 47:16	364:18
<b>instructed</b>	<b>interrogatory</b>	<b>issue</b> 141:7,8,9	49:11 51:19	<b>judge</b> 179:17,22
237:22	4:19,21 203:21	179:3 211:1	63:11 66:13,19	262:4
<b>insurance</b> 116:6	210:12 211:12	279:6	70:13 77:16	<b>Judicial</b> 1:3 7:9
116:10	213:20 215:1	<b>issues</b> 27:12	145:18 365:18	<b>July</b> 226:5,16
<b>integrated</b> 87:9	216:2 221:11	138:17,19,20	366:3	229:17 230:4
100:12 105:7	221:13	139:17,21	<b>Johnson</b> 36:8,12	233:17 234:11
<b>integration</b>	<b>interrupt</b> 81:1	140:1 141:13	<b>join</b> 167:10,13	235:3,13 239:2
86:15,19 88:3	319:16	142:8 316:2	170:14 172:14	240:13,22
88:11 100:6	<b>interrupted</b>	<b>italics</b> 273:4	172:18 173:3,5	241:22 242:6
104:11,16,21	313:18	<b>item</b> 344:8,18	174:3 180:13	243:3,18
104:22	<b>Interruption</b>	<b>items</b> 69:1 368:5	180:17,22	244:19 268:4
<b>intended</b> 247:22	313:15		181:1,10 189:7	269:5
248:6 276:7	<b>Interstate</b> 153:2	<b>J</b>	191:10 260:15	<b>jumping</b> 81:16
284:17	<b>introduced</b> 9:12	<b>J</b> 2:4	292:4	<b>June</b> 83:5,20
<b>intent</b> 254:15	<b>inventory</b>	<b>jabbing</b> 274:10	<b>joined</b> 181:3	229:17 278:20
282:11 289:12	119:15	<b>JACOBSEN</b>	185:14 189:10	<b>jury</b> 179:15,18
289:15	<b>investments</b>	3:13	190:10,11	179:20
<b>intention</b> 331:13	119:16	<b>James</b> 45:13	192:9,18	<b>justification</b>
331:17,22	<b>invitational</b>	46:14,17 63:12	193:21 194:4	350:21
332:7	305:16	<b>JAN</b> 3:4	195:3 198:1	
<b>intentions</b>	<b>invited</b> 144:9	<b>January</b> 271:5	200:10 201:2	<b>K</b>
275:21	305:21	306:1 321:5	202:20 204:9	<b>K</b> 1:18 2:15
<b>interest</b> 226:2	<b>involved</b> 12:21	<b>Japan</b> 109:14	209:5 221:2,6	47:14

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

21

<b>Kansas</b> 2:8 7:8 309:9 361:17	64:1,8 67:16 69:18 70:9	304:22 308:3 308:19 309:6,8	246:19 247:3 271:15,20	<b>law</b> 5:8 8:2 78:1 173:15 174:19
<b>Karen</b> 45:14 47:15 51:8 57:2 63:11	71:9,13,19 72:9,20 73:2,5 73:13,22 74:6	318:18 319:1 326:13 329:19 332:14,18	272:20 352:7 353:7 354:14 355:19	175:21 176:6 177:13 197:7 204:3 257:4
<b>keep</b> 10:2 91:17 159:19 161:1 162:1 236:16 262:7 360:6	74:14 75:3 92:20 108:9 116:8,17,19 118:6,8,11,13	335:7 337:10 337:14,15,21 338:8 339:1,13 339:13,14,19	<b>KY's</b> 45:19 46:1 54:3,22	<b>laws</b> 177:11 <b>lawsuit</b> 174:13 180:21 186:16 326:10 328:13 332:12
<b>keeping</b> 218:7 <b>keeps</b> 60:15 162:1	118:14 125:10 126:6 129:6 140:21 142:3,5 142:7 145:13	349:5 352:19 353:4,8 360:1 360:9,10,11,14 360:16,22	<b>L</b> <b>label</b> 107:1,2,3 107:10,15 108:10 125:19	<b>lawsuits</b> 173:7,9 173:14 174:5 174:16 175:3 175:10,15,21
<b>kept</b> 127:18 150:4 227:18 227:19 240:10 240:11	145:16 146:17 157:5,16 158:13 160:1 161:16,18	361:20 362:1 367:8 <b>knowing</b> 174:17 <b>knowledge</b> 74:21 138:15 139:20 148:21	<b>labeled</b> 128:11 142:1 <b>labels</b> 128:12 <b>labor</b> 105:1 276:3 282:8 283:6,15	176:12 177:18 180:11 181:11 181:15 222:17 324:14 330:10
<b>kill</b> 284:2,5 <b>kills</b> 169:19 192:19 193:11 194:1 220:21 323:13 329:4 329:14	171:20 176:4 178:13,14 182:1,2 191:15 195:4 196:10 205:10 208:13	357:15,16 <b>knowledgeable</b> 76:20 219:5 <b>known</b> 112:15 178:7 <b>knows</b> 76:8 171:3 234:2	<b>lack</b> 295:3 <b>laid</b> 87:4 315:10 <b>Lake</b> 95:6 298:4 305:6 <b>Land</b> 3:11 <b>language</b> 331:7 331:9 <b>large</b> 92:17 115:14 198:12	<b>lawyer</b> 78:10 179:1 303:3 308:9,21 325:14,16 349:11 <b>lawyers</b> 78:17 <b>layer</b> 169:21 346:20 <b>laying</b> 15:21 16:3 17:8 35:2 35:3,12 36:15 37:21 40:17 41:3 44:8 47:7 99:9 121:19 132:7,11 133:15 134:7 141:10 161:10 242:2 284:12
<b>Kim</b> 58:21,22 <b>kind</b> 14:15 27:8 44:6 47:11 132:21 147:8 147:11,20 229:5 257:2 312:10 319:6	209:1 210:22 211:5 222:17 223:15 227:15 229:6 233:7 234:4 236:15 236:16,21,22 237:13 238:8	<b>Kraft</b> 92:19 102:12,21 103:5 151:12 <b>Kroger</b> 113:20 128:14 357:21 359:18,19 <b>Ky</b> 14:6,13 45:16,18,21 63:13 183:4,4 204:14 206:7 207:5 208:4 212:18 213:18 214:12,19	<b>largest</b> 16:6 17:3 103:16 104:5 106:11 106:18,22 107:14 109:6,7 130:1 161:16 161:18 222:8 298:17 300:13 <b>lasted</b> 248:16 <b>late</b> 337:20 <b>Laughter</b> 10:14 <b>Lauren</b> 78:14 78:18	349:11 <b>lawyers</b> 78:17 <b>layer</b> 169:21 346:20 <b>laying</b> 15:21 16:3 17:8 35:2 35:3,12 36:15 37:21 40:17 41:3 44:8 47:7 99:9 121:19 132:7,11 133:15 134:7 141:10 161:10 242:2 284:12 <b>leader</b> 131:12 <b>learned</b> 65:16 <b>leave</b> 63:16 64:2 138:5,5,6 205:18 283:20 <b>leaving</b> 288:15
<b>kinds</b> 114:8 231:8 292:1 338:19 <b>King</b> 345:10 <b>kitchen</b> 101:19 103:8 <b>Kitchens</b> 103:7 <b>knew</b> 288:5 299:4 300:18 310:17 <b>know</b> 10:5 11:5 11:16 18:8 57:19 62:11	240:18 241:6 242:15,17 243:8,11,13 244:5 245:15 248:15 250:7 254:22 258:1,7 258:21 260:17 261:19 262:14 277:19,21 283:22 287:6 289:1,16 291:9 292:9 300:7			

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

22

<b>led</b> 20:7	<b>Lincoln</b> 35:11	<b>listing</b> 159:15,19	116:12 117:2	311:11 318:19
<b>left</b> 206:1	<b>Linda</b> 60:6 62:5	160:2,6 164:17	<b>Lois</b> 12:16 46:8	<b>looked</b> 76:19
<b>legal</b> 7:12,14	<b>line</b> 34:19,21	209:20 212:14	54:19	163:13 170:20
20:9,15,19	72:14 99:21	<b>listings</b> 210:17	<b>long</b> 12:9 13:13	221:11 244:12
144:7 325:15	100:3 122:16	<b>lists</b> 158:1	13:18 14:17	244:15 263:13
349:21 350:22	122:18 212:17	215:12 218:2	15:13 27:19	263:21 264:19
<b>legislation</b> 142:7	267:16 271:16	219:11,16	28:20 44:11	264:22 265:1,6
<b>let's</b> 32:15 81:3	271:22 318:7	<b>little</b> 10:1 80:19	47:4 48:7	269:16 282:2
160:2 218:6	318:10 320:1	102:10 117:17	49:21 57:3	287:22 340:6
275:7 280:22	368:5	143:20 166:7	58:10,14 59:5	351:22
293:13 361:17	<b>lines</b> 133:15	166:22 172:2	66:4 76:6 78:9	<b>looking</b> 17:7
<b>letter</b> 5:7 18:22	271:19	200:2 213:4	78:9,13,16	53:15,15 71:18
19:1,5,12,16	<b>liquid</b> 41:21	363:18	122:3 123:22	85:2 95:15
20:4,7 21:3,11	94:5 102:20	<b>live</b> 47:2 145:10	145:7 155:17	165:5 198:11
21:14,20 22:2	129:10 258:13	<b>lived</b> 50:21	156:3 177:18	213:9,14
22:7,19 23:18	<b>list</b> 53:14 69:16	<b>LLC</b> 150:5	261:18 300:15	217:12 232:16
140:4 141:15	71:16,18 72:8	<b>LLP</b> 2:6,14 3:6	339:9 362:9	238:15 262:21
167:14 302:20	72:21 73:6	3:14	363:8	265:18 268:14
308:2	74:16,17 75:11	<b>load</b> 153:18,21	<b>long-term</b> 56:13	268:21 273:5
<b>letting</b> 262:2	76:14 85:8	237:4	56:21 286:13	287:18 320:3
<b>level</b> 108:12	92:20 103:3	<b>loads</b> 111:22	294:14,22	346:2
220:5 222:4	151:6 162:5,12	<b>located</b> 17:9	296:9	<b>looks</b> 53:10
<b>LEVINE</b> 3:4	164:10,13	19:10 31:9	<b>longer</b> 107:8	158:18 213:10
274:21 277:2,8	171:4,7 246:20	32:4,12,17	<b>look</b> 15:4,17	267:11 284:9
285:6,17 292:6	279:16 280:20	34:3 38:2 39:7	51:16 69:14,15	<b>loop</b> 124:21
303:10 316:14	284:7 304:6	46:22 53:1	73:1 75:14	286:1
324:1,6 325:5	<b>listed</b> 65:13	89:18 93:11	83:13 85:16	<b>loose</b> 110:19
326:4 328:19	76:13 140:19	121:20 126:4	91:3,10 92:20	<b>lose</b> 290:13
329:6,17	159:5,14 160:7	129:3 132:8,17	95:14 97:1,16	363:7
342:21 347:7	162:9,12,22	151:19 205:13	99:15 121:2	<b>loss</b> 197:13
347:21 351:12	164:13,15	<b>location</b> 33:13	136:1 142:8	200:8 201:4,10
351:17	171:10,20	119:12 132:17	145:11 152:2	201:17,22
<b>liability</b> 27:12	210:3 217:11	151:5	159:13 160:2	202:5
115:4 116:6,9	217:14,18,20	<b>locations</b> 17:9	164:16 171:9	<b>lost</b> 107:18
<b>licensing</b> 123:14	218:14,18,19	34:12,13 35:19	214:2,16 216:1	181:5 214:15
<b>life</b> 13:15 15:15	246:20 247:13	48:5 122:19,21	217:10 219:15	261:22
17:14 135:4	267:12 270:22	151:11 160:18	273:2 275:7,9	<b>lot</b> 91:4 92:20
<b>lifetime</b> 239:17	271:9,10	160:21 361:8	275:14 280:19	100:11 102:7
<b>Limitado</b>	272:18,21	361:10,12,15	280:22 286:20	108:13 109:20
148:15	279:1 285:9	<b>Logan</b> 3:7	287:4 292:12	115:7,8 120:6
<b>limited</b> 44:7	290:20 293:15	<b>logistics</b> 43:16	293:13 294:13	142:8 222:6,7
118:18,19	<b>listen</b> 190:21	43:17,21	294:21 295:17	222:9 243:8

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

23

280:14 295:10	<b>maintained</b>	233:11 255:2,4	<b>Mariah</b> 46:2	117:15 200:20
316:1 337:11	118:1	255:9,13 256:8	54:16,17	204:19 206:12
337:12 338:4	<b>maintains</b> 33:1	256:11,14,20	<b>mark</b> 26:18,20	207:9 208:8
351:22 360:5	136:7 137:7	257:2,4,9	27:7,8 29:19	209:10 215:8
<b>lots</b> 82:9 107:20	138:10	274:15,19	38:6 61:20	220:17 226:3,9
111:17 174:14	<b>Maintenance</b>	275:5,8 276:7	328:6	226:13,20,21
258:12,12,13	117:5	293:7 302:7,10	<b>marked</b> 65:5,7	227:3 233:21
<b>low</b> 110:10	<b>major</b> 24:7	306:2,8,20	81:13,22 82:3	234:4 235:10
179:4 225:22	44:18 101:13	307:16,21	120:1,3 130:12	238:22 239:7
238:19 273:10	104:4 108:6	308:6,12,17	130:15 131:21	242:9 243:1
290:11	140:20 185:7	309:2 311:17	132:2 146:22	244:11,19
<b>lower</b> 234:22	346:15,19	312:4 314:19	147:2 156:16	245:2,22 246:3
290:12	<b>majority</b> 111:20	316:2 320:19	156:18 182:8	249:7,19,21
<b>lowest</b> 268:17	171:19 242:4	331:21	182:10 184:13	252:13 253:16
<b>lump</b> 162:11	313:9,21 320:5	<b>manager</b> 14:16	184:13,14	254:20 255:7
<b>lunch</b> 165:8,14	321:11 322:1	14:21 15:3	202:13 203:14	259:2,16
<b>luxury</b> 243:12	<b>making</b> 22:14	19:22 20:8	203:16 211:3,8	262:17 263:1,8
	125:22 126:20	21:15 25:17	216:16 224:2,5	263:14 264:8
<b>M</b>	179:6 265:21	27:8,9 54:14	246:11,13	264:11 265:14
<b>M</b> 2:13	287:2 323:11	59:2 126:11	254:11 266:21	265:20,20
<b>machine</b> 90:17	<b>man</b> 338:14	127:16 359:7	271:2 278:18	267:9 269:17
258:10 318:10	<b>manage</b> 39:3,16	360:16	281:14 302:12	272:5 275:10
318:10,12	114:9 328:11	<b>managers</b> 24:13	302:14,18	275:17 278:19
<b>machines</b> 90:20	328:17 329:12	114:5	309:17,19	279:21 281:20
319:1	<b>management</b>	<b>manages</b> 26:8	323:2 327:18	282:5 285:8
<b>Madison</b> 37:1	18:19 20:11	26:11,14 39:17	327:20 329:22	287:1,21 288:6
37:15	23:10,13,20	39:19	330:2 333:2,4	289:2,10
<b>magazine</b> 157:4	24:1,4,10,12	<b>managing</b> 39:13	340:21 346:5	290:22 291:4
157:9	24:15 25:11,14	<b>manner</b> 258:11	348:4,7 351:7	293:13 304:1
<b>magazines</b>	25:20 26:17	273:20	351:9 364:7,10	305:2 318:13
339:12	30:11 32:3,8	<b>manufacturers</b>	366:21	322:17 323:7
<b>mail</b> 50:3 51:19	32:12 38:15,17	110:5 327:3	<b>market</b> 96:12	323:10,17,21
<b>main</b> 32:18	39:11 42:5,7	<b>manure</b> 140:6	106:2,9,10,18	324:10 326:2
33:17,18 34:8	43:11 44:11	<b>March</b> 1:14,16	107:14 109:7	331:19 348:10
38:5,8 39:9	56:8 58:9,11	7:9 293:14	109:21 110:13	<b>marketplace</b>
56:9 59:3,14	58:12 59:6,13	352:2 366:22	178:13 201:12	256:15
59:19 102:8	61:22 62:3	<b>Marcus</b> 1:15 4:3	230:12 295:21	<b>markets</b> 194:9
103:4 118:1	100:17 101:1	7:4 8:10 46:11	355:5	194:20 195:9
157:8 181:12	101:10 119:5,6	85:5 138:1	<b>marketers</b> 3:3	195:20 196:6
224:9,11	149:2 229:12	213:4 312:2	195:3 196:14	197:13 198:2
<b>Maine</b> 109:5	229:22 232:10	313:7 325:14	198:9,11 221:6	198:19 200:9
<b>maintain</b> 229:7	232:11,14	367:12	<b>marketing</b>	200:21 201:5

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

24

202:6	292:22	338:8 355:17	289:20 293:20	300:18
<b>marking</b> 322:22	<b>means</b> 251:2	367:5,9	297:17,19	<b>Michael's</b>
<b>married</b> 14:8	300:6 307:19	<b>member</b> 13:10	298:7 299:2,12	318:20
<b>Marshall</b> 26:18	307:21 341:19	38:16 39:14	304:7 305:14	<b>Michigan</b> 3:15
27:2 29:16	<b>meant</b> 86:18,20	50:13 55:13	307:6 313:10	33:7,9 129:4
36:10 38:4	88:17,22	60:21 167:16	313:22 315:17	<b>Mid</b> 159:10
148:11 151:8	313:13 316:8	177:8 203:6	315:22 316:1	<b>middle</b> 133:1,4
151:10 152:5,5	317:6 320:9	204:11,15	317:15 320:6	212:17 247:13
152:17,18	<b>mechanism</b>	206:4,4,8,19	321:11 322:2	267:16 297:2
<b>massive</b> 115:2	306:2	206:20 210:4	331:22 349:12	<b>Midwest</b> 109:6
<b>Master</b> 43:5	<b>mechanisms</b>	224:22 225:10	349:22	111:8,10
<b>match</b> 108:20	302:7 306:9	227:8 239:8	<b>membership</b>	117:21 118:11
<b>matches</b> 288:2	<b>media</b> 144:10	240:20 266:15	167:3 184:18	128:22 176:16
<b>materials</b>	<b>meet</b> 58:2,12	267:13,18	202:13	178:5,6 184:19
191:14 338:15	59:17 66:7	272:3 297:21	<b>memberships</b>	229:8,9 237:6
<b>matter</b> 7:4 10:20	67:2 77:6	298:11,22	212:14	237:8 360:9,18
366:4	127:9 303:7	299:1,10	<b>memory</b> 143:2	<b>Mike</b> 26:11
<b>maximize</b> 300:6	334:19 358:7	300:14,15	150:6 177:20	29:12 35:22
<b>maximum</b> 193:7	<b>meeting</b> 5:6	303:18,19	295:10,18	56:1
193:8 235:19	77:12,15 126:7	327:14 330:22	297:13 335:2	<b>miles</b> 132:19
<b>McDonald's</b>	134:22 200:18	334:2 346:10	<b>mentioned</b>	237:5
103:20 104:1	246:17 247:22	352:10	52:17 62:5	<b>milestone</b> 88:10
299:20 345:9	248:2,7 257:16	<b>members</b> 20:10	128:7 142:12	<b>milestones</b>
<b>McDonough</b>	260:2,2,4,21	31:3 45:7,10	178:18	83:15 84:2,8
302:21	261:5,9 263:7	56:2 149:10,13	<b>merchandise</b>	85:3,6,17
<b>mean</b> 42:6,20	264:7 270:19	171:1 174:14	153:22	95:16 105:12
43:17 89:4	271:5,6 272:22	175:2,7,11	<b>merchandising</b>	<b>mill</b> 133:2
92:5 100:3	304:21 305:22	176:9,13,21	27:11	222:16
104:17 106:21	326:1,15,18,20	177:19 180:13	<b>met</b> 9:14 66:9,11	<b>Miller</b> 3:20 8:7
107:12,13	326:22 346:7	183:16 186:3	66:19 127:4	8:7 78:4,12,20
112:4 124:17	367:14 368:16	188:2 189:2	191:9 334:10	211:16 212:7
124:20 135:9	<b>meetings</b> 33:8	193:4 202:22	338:5	219:11,16
153:8 181:16	45:5 57:20	203:10 219:22	<b>meta</b> 83:4,7	<b>milling</b> 127:20
231:2 240:4,5	58:18 59:6,14	224:18 227:7	<b>Mexico</b> 109:15	<b>million</b> 15:20
240:6,14,15	59:22 155:13	234:6,10,12	<b>Meyers</b> 128:16	16:3 17:8,8
246:9 248:11	155:15 161:13	242:3 244:21	128:19	85:19 95:12,17
251:1 252:1	167:20 172:4	246:20 247:11	<b>mic</b> 180:6	96:15,17,21
254:7 256:11	174:15 175:2	247:18 260:8	<b>mice</b> 140:5,13	97:21 98:11
319:16 336:13	249:10 252:15	264:3 271:11	140:15,18	99:9 105:13,18
<b>meaning</b> 210:15	271:13 292:22	271:15 279:15	<b>Michael</b> 94:21	132:9,10,11,12
312:13 316:8	297:5,8 305:17	282:11 283:12	104:5 111:15	132:14,16
<b>meaningless</b>	314:20 327:2,7	283:13 284:9	298:18 299:5	158:18,19

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

25

163:6,18,20	<b>misrepresenti...</b>	225:3	<b>moulting</b> 235:2	<b>mute</b> 294:9
164:8,10,22	358:12	<b>monthly</b> 58:3,13	235:12 237:7	
236:19 318:8	<b>missed</b> 62:12	157:9	237:10 239:11	<b>N</b>
336:17 337:1,7	<b>Missouri</b> 2:8	<b>months</b> 63:15	239:18,18	<b>name</b> 7:11,15
337:9,10	26:12 36:9,10	120:21 229:16	241:21	9:13 13:14
<b>millions</b> 116:9	36:13 152:6	286:6,12	<b>moult</b> 169:18	18:2 24:19
183:19 342:8	153:15	287:11 288:2	192:20 193:11	25:7 60:8 63:5
<b>mills</b> 86:22 88:7	<b>mixed</b> 142:19	<b>Mooney</b> 275:20	194:1 220:21	77:21 160:17
88:8 97:22	<b>mixing</b> 137:20	<b>morning</b> 201:19	251:15 280:13	173:21 247:5
99:22 100:10	137:22	<b>Morris</b> 2:14	323:12 329:3	267:14 341:7
104:13	<b>Moark</b> 3:12	<b>mother</b> 12:14,16	329:14	<b>named</b> 13:22
<b>mind</b> 141:15	7:20 158:17	40:7,12 42:2	<b>mouth</b> 10:2	93:15 147:15
189:17 322:4	304:16	46:7 48:1 61:7	<b>move</b> 139:12	<b>names</b> 103:8
353:22 356:9	<b>molted</b> 234:10	62:18 100:18	190:16 223:10	111:12 159:6
<b>mine</b> 31:11	240:6,9,21	<b>mother's</b> 183:1	230:15 231:13	161:1 171:10
189:8	242:4 243:2,18	<b>motion</b> 139:15	235:20 237:14	271:22
<b>minimum</b> 342:3	293:21	190:20 250:13	254:1,11	<b>nation</b> 106:11
342:8,19 343:5	<b>mom</b> 23:3 42:5	250:21,22	290:15 296:12	106:18 107:15
343:22 344:19	42:11,19 43:14	262:22 266:1	300:2 319:13	342:4
345:14 367:19	44:3,13 49:6,9	268:13,15,17	343:12	<b>nation's</b> 341:18
<b>minor</b> 249:1	50:20 62:20	269:2 275:20	<b>moved</b> 112:11	341:21 342:6
<b>minus</b> 29:9,11	100:20 181:13	278:1,6 279:13	250:13 266:7	<b>national</b> 143:8
29:13,15,18,20	183:21 351:3	280:1 293:18	268:1 269:2	144:1 298:2
44:15 105:21	<b>Mom's</b> 100:20	294:5,11,12,20	275:20 279:14	304:9,11
105:21	<b>Monday</b> 201:19	294:20 295:2	293:19 368:2	<b>nationally</b> 88:15
<b>minutes</b> 5:4	<b>money</b> 108:15	368:1	<b>moving</b> 115:10	<b>natural</b> 222:8
57:19 58:4,17	179:6 256:16	<b>motive</b> 352:19	294:17 363:19	<b>near</b> 368:22
59:5,13,21	288:15 290:14	353:9	<b>mozzarella</b>	<b>Nearly</b> 171:1
227:18 246:15	<b>Monica</b> 2:12 8:5	<b>motor</b> 153:1,2	319:8	<b>necessarily</b>
247:22 248:5	8:5 68:21 69:2	<b>motorized</b>	<b>multiple</b> 66:6	155:15 201:22
252:17 253:4	69:10 70:21	153:11	82:21 92:18	234:16 246:9
261:10 264:7	71:2,4 77:17	<b>moult</b> 226:4,15	100:8,9 102:19	<b>necessary</b> 20:7
264:16 267:10	78:1 96:14	230:3 233:16	102:22 103:8	100:13 360:11
272:20 278:19	137:20 159:21	236:19 237:7	111:11 175:15	<b>neck</b> 274:22
293:14 348:10	168:16 169:1	239:1,21,21	175:16 176:15	<b>need</b> 9:1 10:2
367:3	170:10 180:6	240:3,12,16	180:4 230:7	11:4,15 76:13
<b>Mischaracteri...</b>	182:16 211:20	241:8,9,22	235:17 236:17	117:14 138:6
257:20	225:6 302:15	242:7,18	258:4 336:18	166:8 186:18
<b>misreading</b>	358:11 362:6	244:18 250:15	336:18 361:8,9	210:11 225:21
96:14	<b>monitor</b> 127:8	253:21 259:4	<b>multiplication</b>	238:18 262:12
<b>misrepresent</b>	<b>monster</b> 318:20	261:10 266:9	95:20 97:3,13	273:21 278:7
358:13	<b>month</b> 143:21	331:5	<b>multiplies</b> 97:10	317:11,15

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

26

320:13,16,19 321:16 336:4 <b>needed</b> 367:8 <b>needs</b> 43:20 237:21 319:17 <b>neither</b> 371:10 <b>NEPCO</b> 148:11 149:18,19 150:4,5 <b>nest</b> 87:18 230:8 <b>never</b> 97:9 102:2,8 108:15 144:14 147:22 158:12 181:17 181:19 192:10 193:4 196:1 199:20 200:4,7 200:13 221:6 223:5 227:18 229:4,9,17,18 230:10 231:9 232:9 235:17 236:19 237:9 243:12 258:18 264:4 271:12 275:1 276:17 280:13,14 286:14 289:6 292:7 293:9 294:8 297:5 301:22 302:2 305:17 314:18 336:21 337:2 356:2,15,15 366:8 <b>new</b> 42:16,22 50:21 98:6,17 98:22 99:1 133:11,12 244:4,7 256:17 270:12 292:16 292:17 293:2	337:6 355:6 <b>newcomer</b> 257:11 <b>Newlaid</b> 304:12 <b>news</b> 144:10,13 144:22 281:19 281:19 328:5 <b>newsletter</b> 225:18 292:9 <b>Newton</b> 34:18 <b>Nichols</b> 2:7 <b>night</b> 69:12 <b>NL</b> 303:12 <b>nodding</b> 10:11 <b>noncertified</b> 299:6 300:19 <b>nonresponsive</b> 139:13 190:17 230:16 231:14 235:21 237:15 254:2 290:16 296:13 319:14 343:13 <b>Norco</b> 3:12 <b>normal</b> 10:6 <b>north</b> 36:18 37:9,12 38:3 98:11 122:1,15 237:5 <b>Northeast</b> 176:16 178:4 <b>northern</b> 26:1 31:10,12,14 34:11,14 38:10 38:11 <b>Northwest</b> 1:18 <b>Notary</b> 1:20 371:1,21 <b>note</b> 82:3 99:19 184:6 210:3 232:17 330:13 <b>notice</b> 4:8 65:11	167:1 262:6 <b>November</b> 17:20 18:14 303:13 371:18 <b>number</b> 7:3,7 11:22 16:13,14 16:18,18 32:13 32:14 65:4 68:9,11,13,15 68:17 70:9,12 72:1,4,19 73:2 73:4,12 74:13 78:22 79:12,19 80:4,4,6 81:6 81:10,21 97:1 97:10 104:20 119:22 124:20 130:7,14 132:1 146:21 153:10 156:15 158:4 160:7,8,13,15 161:13 162:13 163:3,7,10,17 164:11,13,15 164:20 165:4 165:12 166:4 169:6 171:8,17 182:7,14 203:13 211:7 211:10 214:17 224:4 243:16 246:10 247:1 278:11,15 301:2,8 302:13 309:16 323:1 327:17 330:1 333:1 342:2 344:8,18 346:14 348:6 351:6,13,15 364:9 <b>numbered</b>	137:16 <b>numbers</b> 76:13 91:4 158:12 244:13,14,16 244:20 <b>numerous</b> 233:3 261:6 <b>nutritional</b> 125:19 126:10 127:6 <b>nutritionally</b> 122:9,20 <b>nutritionist</b> 126:2 <b>NW</b> 2:15 <hr/> <b>O</b> <hr/> <b>O'Lakes</b> 3:11 <b>oath</b> 10:16,18 11:10 166:19 293:5 <b>object</b> 9:2 19:17 72:13 73:10 75:9 120:10 136:13 138:22 139:14 162:14 164:1 185:17 187:10,18 193:12 194:2 194:10,21 202:8 223:4,10 228:2,9,21 231:2 248:8 259:21 260:13 290:1 292:5,6 314:7 316:14 318:3 325:5 326:4 328:19 329:6 342:21 345:19 349:18 353:20 362:15 <b>objected</b> 232:6	252:12,17 269:12 <b>objection</b> 9:5 19:17 75:22 76:11 79:5 188:12,18 191:3 192:2 195:11,22 196:7 197:16 198:4,21 199:7 199:10,18 200:11 201:7 226:18 230:22 231:20 234:15 234:20 235:5 236:4,9 239:10 241:2 242:12 243:5,20 245:1 245:12 251:19 252:7 253:13 254:18 255:10 255:17 256:2 257:19 260:12 260:16 261:16 262:10,11 269:21 270:17 274:8,21 276:10 277:2,8 282:14 284:19 285:6,17 287:13 301:19 307:1 309:6 312:19 314:14 324:1 329:17 334:4 342:20 344:10 347:7 347:21 351:4 355:1 356:8 357:1,9 359:13 360:21 363:5 <b>objections</b> 8:19 9:3 294:17
--	--	---	--	---

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

27

317:1	<b>offsite</b> 100:10	93:11,18 94:11	369:3	<b>operation</b> 47:10
<b>observed</b> 143:21	<b>Oh</b> 147:17	94:17 97:16,20	<b>Okonie</b> 37:2,5	47:11 127:20
<b>Obviously</b> 117:7	256:21 337:17	100:15 103:21	37:16 84:20	129:22
<b>occasion</b> 120:18	338:17	104:3 109:13	<b>old</b> 13:16 18:4	<b>operational</b>
153:9	<b>Ohio</b> 66:19	111:4 114:17	49:11 52:7	152:12
<b>occur</b> 143:9	77:13 111:17	121:5 123:16	270:6	<b>operations</b>
173:9 221:4	129:5	124:6 126:13	<b>older</b> 18:5 133:8	20:11 26:1,8
<b>occurred</b> 143:10	<b>okay</b> 9:9,20 11:2	131:8 133:3,7	226:5,16 230:4	26:12,15 39:13
147:12 152:9	11:15 12:16	134:4,14 138:4	233:17 234:10	121:6 298:13
172:8 185:7	15:6,13,16	143:15 145:19	235:3,13 239:2	299:7 300:20
<b>occurring</b> 223:2	16:14,17 17:15	146:20 147:17	240:3,13,22	<b>opinion</b> 252:14
<b>occurs</b> 126:1	18:13 23:19,22	148:7 150:20	241:21 242:5	<b>opportunities</b>
<b>offer</b> 178:15	24:14,21 25:4	151:14,18,22	243:2,17	258:16
<b>offered</b> 185:9	26:10 27:17	152:14,16	244:18 331:5	<b>opportunity</b>
300:4	28:20 31:12,18	156:2,5,10,14	<b>Omega</b> 126:18	184:18 210:19
<b>offering</b> 198:8	31:20 32:10	157:10,12	128:15,16	210:19
198:12	33:4,6,22 34:7	159:12 160:4	<b>Omega-3</b> 122:8	<b>opposed</b> 30:13
<b>offhand</b> 118:13	35:3,10,14,18	160:11 162:9	122:16 126:13	30:16
149:22 351:21	35:22 36:22	165:10 166:21	126:15,20	<b>option</b> 201:12
<b>office</b> 27:13	37:20 38:1,6	167:2 168:9,19	<b>once</b> 92:4 257:5	<b>options</b> 279:17
31:11 32:6,7	38:11 39:4,17	172:11,14	284:1 350:6	280:20
32:18 33:2,3	40:11,21 41:2	173:1,18	<b>one-seventh</b>	<b>order</b> 32:16
33:13,16,17	41:6 42:18	177:16,21	62:18 63:2,4,6	81:19 195:9,20
34:8,10 35:20	45:20 47:4,13	178:9 179:7,14	<b>ones</b> 31:7 69:16	198:19 201:5
36:4 38:1,5,8	48:17 50:1	180:8 184:8	69:18 70:4,6	202:6 228:1
38:13 39:9	51:8 52:20	186:20 208:20	70:18 74:6,19	247:17 255:15
59:1,2,3 66:19	53:13 54:4,13	209:3 215:19	75:8 76:22	256:13 259:19
91:11 118:1	55:1,22 56:3	217:2 218:12	95:9,9 111:9	283:2 309:9
157:8,8,17,21	56:15,17,19	219:10 233:4	145:2 219:2	335:5
224:10,10,11	57:21 59:12,21	235:2 248:17	244:4 266:6	<b>orders</b> 51:17
<b>officer</b> 12:7 13:8	60:10,21 61:12	248:19 249:8	270:12 281:9	119:13 243:11
23:2 24:17	61:19 62:1,4	250:9 251:1	332:5 334:20	<b>organization</b>
25:1 40:8 61:9	62:14 65:9,15	265:9 267:1	<b>open</b> 51:19	142:21 176:18
62:9 371:2	65:21 67:9,16	268:21 271:14	214:8	176:22 177:3
<b>officers</b> 61:5	70:8 71:6 74:8	271:22 273:9	<b>opens</b> 50:2	258:21 307:14
62:4,11 151:16	74:13 75:1	297:3,6 319:22	<b>operate</b> 23:10	308:15
151:21 154:5	77:8 80:18	327:16 334:9	104:11 160:19	<b>organizations</b>
<b>offices</b> 1:17	84:1 86:9	334:13 336:16	<b>operates</b> 152:15	144:6
32:10,12,13	87:12,16 88:6	340:8,13 346:4	<b>operating</b> 24:16	<b>organized</b>
39:20 66:17	88:10 89:8	346:11 348:19	25:1 40:8 44:3	221:18
151:19,20	90:5,18 91:1,5	353:3,5 359:19	48:3 61:9 62:9	<b>organizing</b>
<b>official</b> 55:15	91:14 92:1,9	365:7 366:20	148:15 149:22	173:16

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

28

<b>original</b> 174:20 176:1 <b>originally</b> 89:22 90:6 172:20 <b>Osborn</b> 268:18 279:5,14 <b>outcome</b> 371:16 <b>outlet</b> 237:9 <b>outlined</b> 57:13 261:9 310:22 318:1 320:20 <b>outs</b> 237:10 251:16 <b>outside</b> 55:12,20 56:3 87:11 142:18 173:19 175:19 198:11 <b>overall</b> 106:9 197:15 239:15 292:18 <b>overproduction</b> 347:14 <b>oversee</b> 36:7 <b>overseeing</b> 39:12 <b>oversees</b> 36:8 <b>oversupply</b> 279:17 347:15 <b>overturned</b> 179:17 <b>owned</b> 152:17 152:18 <b>owner</b> 30:2 <b>owners</b> 30:1 159:6 317:11 317:21 320:13 321:16 <b>ownership</b> 62:15,15 160:12 164:4 <b>owns</b> 62:17,19 63:1 150:7	<b>P</b> <b>P-A-N-T-E-G...</b> 36:21 <b>P-u-l-a-s-k-i</b> 93:15 <b>p.m</b> 165:13,14 166:2,5 223:19 223:22 278:12 278:16 322:12 322:15 369:6,7 <b>pack</b> 107:8 110:19 <b>package</b> 93:3 94:14 110:19 <b>packs</b> 122:10 <b>page</b> 4:7 5:2 6:2 82:4 83:11,13 84:3,8 106:2,5 121:3,7 129:18 131:3 134:15 136:17 137:2 137:12 147:10 157:22 159:21 164:18,18 185:5 211:15 211:20,22 212:2,7,14,17 214:9 248:18 249:6 265:8 268:1,20 273:7 275:10,12,14 275:19 295:5 330:15 341:6,8 342:13 344:12 344:15 348:10 348:12,18 352:17 353:1 367:10,17 <b>pages</b> 49:3 159:19 232:15 248:15 <b>paid</b> 143:19	183:19 <b>pallet</b> 111:22 <b>Pantego</b> 36:19 37:11,15 <b>paragraph</b> 121:11 183:10 225:13,20 304:5 305:19 331:3 341:5 346:1 351:10 352:18 <b>Paraguay</b> 47:1 148:14 154:14 154:15,16,18 155:21 <b>paralyzed</b> 166:12 <b>Pardon</b> 210:8 <b>Parmesan</b> 319:9 <b>part</b> 25:11 26:12 84:11 85:9,20 85:20 88:2 100:6 118:19 150:22 174:19 182:2 190:8 191:18 200:5 266:20 275:2 297:11 366:9 <b>participate</b> 168:6 221:15 235:16 273:21 292:3 297:17 332:2 341:11 <b>participated</b> 193:5 201:16 221:17 229:9 232:9 234:12 235:17 246:9 275:1 276:17 292:8 357:12 <b>participating</b> 202:4,22	222:14 274:5 274:18 <b>participation</b> 167:20 168:1,4 169:7 212:15 274:11 <b>particular</b> 77:4 133:14 181:19 233:8 <b>particularly</b> 67:11 147:14 273:17 <b>parties</b> 183:14 371:12,15 <b>parts</b> 177:22 230:10 237:3 239:22 363:19 <b>pass</b> 58:15 <b>passed</b> 238:9 257:4 294:5 332:9,16 333:15 368:11 <b>pasteurize</b> 92:10 94:1 <b>pasteurized</b> 94:5,6 <b>Pat</b> 80:22 81:17 202:16 204:2 212:3 213:22 216:19 223:13 249:5 368:21 <b>patent</b> 126:18 <b>path</b> 356:16 <b>Patrick</b> 2:4 7:16 9:13 <b>Paul</b> 279:5 348:22 349:1,3 350:18 <b>Paula</b> 1:19 7:13 371:2,20 <b>pay</b> 108:18 116:9 155:8	<b>payable</b> 119:13 <b>peevd</b> 238:3 <b>pending</b> 248:22 <b>penetration</b> 109:6 <b>Pennsylvania</b> 3:9 <b>people</b> 23:10 27:15 28:4 43:8 44:15 82:21 83:1 90:3 108:17 117:22 127:1 146:3 154:4,5 157:17 158:16 173:2 181:17 182:6 183:12 190:12 192:14 222:9 229:9 230:12,13 240:10 243:9 243:11 244:14 251:2 256:15 256:17 258:6 259:13 261:2 263:16 274:22 282:21 292:11 292:20 295:22 299:15 306:15 317:11 320:13 321:16 338:19 353:13 354:15 355:3,6,20,22 356:3 366:7 <b>Pepper</b> 3:6 <b>perceived</b> 104:9 276:12 <b>percent</b> 55:8 96:13 106:9 110:3,4,11,12 110:15,21 111:6 113:9,10
--	--	--	---	---

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

29

152:20 177:2	<b>phased-in</b> 296:9	<b>places</b> 90:8,10	211:10 228:16	12:19 14:18
258:8,8 268:6	<b>Philadelphia</b>	<b>Plaintiffs</b> 1:7	233:11 236:14	21:19 22:9
269:7 270:5,9	3:9	2:3 7:6,17	247:1 254:3	25:16 253:20
276:2 282:7	<b>philosophy</b>	176:6,8	255:21 291:17	292:12
283:6,15 286:6	229:19	<b>plan</b> 57:6,14,17	314:11 351:11	<b>positions</b> 234:6
286:11 287:10	<b>phone</b> 3:4,5,13	225:14 226:14	351:13 363:6	253:22
287:17 288:2	7:20 9:1 166:8	230:1 235:12	363:13 367:2,7	<b>positive</b> 273:20
299:13 335:12	294:9 308:3	236:21 243:1	<b>plus</b> 29:9,11,13	273:21 274:4
335:19 336:12	<b>photo</b> 130:18	244:17,17	29:15,17,20	<b>possible</b> 279:8
342:5	133:8	245:18 250:17	35:15 44:14	279:17 280:20
<b>percentage</b>	<b>photograph</b>	259:6,19	105:20,21	281:20 283:9
95:22 96:11	47:21	261:12 264:1	121:21,22	284:8 285:8
102:10 113:12	<b>phraseology</b>	264:18 265:7	122:4	290:20 295:7
171:21 358:5	238:7	265:10,15	<b>point</b> 20:12	341:20
<b>period</b> 51:18	<b>pick</b> 10:4 112:17	266:11,17	73:14 87:6,6	<b>potato</b> 305:21
101:4 107:17	113:1,4,18,22	268:2 269:3	116:22 176:5	306:9,13,18
107:19 111:16	115:15 153:18	276:7 283:3	183:18 213:2	310:5,19
143:21 193:3	<b>picked</b> 42:12	331:20	223:12 283:19	311:18 312:4,9
283:21 334:7	<b>picks</b> 112:14	<b>planning</b> 56:13	307:14 308:15	312:12,14,18
335:13,16	<b>picture</b> 131:16	56:21 57:9	368:22	313:8 315:1,11
<b>periods</b> 292:16	<b>pictured</b> 146:18	58:2	<b>points</b> 367:18	316:13
<b>permission</b>	<b>pictures</b> 142:17	<b>plans</b> 257:2	368:3,6	<b>potatoes</b> 306:2
308:10	<b>piece</b> 150:7	261:2,7,8	<b>policies</b> 136:9	306:20 312:17
<b>permit</b> 365:10	<b>pin</b> 162:2	263:12,20	136:21 137:9	<b>potential</b> 282:17
<b>permits</b> 336:22	<b>pissed</b> 186:15	269:16 274:6	139:9,19	282:19
<b>permitting</b>	<b>pits</b> 140:6	275:8	<b>policy</b> 136:8	<b>Poultry</b> 178:8
208:19	<b>place</b> 44:7,12	<b>plant</b> 33:19	137:8 138:11	<b>powder</b> 94:2
<b>person</b> 39:16	57:4 88:19	36:11 86:5	138:12 342:3	129:11
62:3 74:22	94:10 144:21	104:13 112:14	<b>Polish</b> 93:16	<b>powdered</b> 151:6
76:20 172:17	158:17,20	133:5,12	<b>poop</b> 43:22	<b>practice</b> 332:11
191:8 212:10	161:11,11	150:13 151:2	<b>Pope</b> 172:20	332:19
<b>personal</b> 230:13	163:21 243:11	151:11 312:14	181:21	<b>precluded</b>
270:1 289:9	250:17 259:6	318:20 321:3	<b>population</b>	300:13
<b>personally</b>	261:13 266:11	<b>plants</b> 28:19	346:21	<b>predatory</b>
360:13 361:22	286:22 287:6	237:6 318:19	<b>Porter</b> 1:18 2:14	178:20
<b>personnel</b>	288:9 294:10	<b>play</b> 183:13	8:2,6	<b>preferred</b> 62:19
210:17	331:4 335:15	<b>plays</b> 146:13	<b>portion</b> 85:12	62:20,22
<b>perspective</b>	355:9	<b>please</b> 7:14	358:20	<b>prep</b> 351:20
232:8	<b>placed</b> 17:22	66:11 188:19	<b>Portland</b> 93:19	<b>prepaid</b> 273:22
<b>pertain</b> 19:2	244:6	189:18 190:21	<b>portrayed</b>	<b>preparation</b>
<b>PETA</b> 144:5	<b>placement</b>	190:22 199:11	241:14	66:20 77:3,5,9
<b>phase</b> 242:7	169:19	199:14 210:12	<b>position</b> 12:4,10	82:8 83:22

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

30

182:12 310:1 328:1 364:14 <b>prepare</b> 48:15 49:8 50:20 65:22 66:5,7 <b>prepared</b> 83:19 170:7 204:3 224:15 <b>prepares</b> 91:22 <b>preparing</b> 49:17 <b>presence</b> 106:2 106:9 <b>present</b> 3:19 131:11 212:19 213:6,12 264:2 279:1 306:3 <b>presentation</b> 184:16 311:17 312:7 315:2,9 <b>presented</b> 184:16,18 248:21 260:21 262:19 263:16 312:3 325:4 326:2 <b>preserved</b> 8:20 <b>president</b> 12:15 23:4 40:8,12 43:14 100:19 101:1,8 <b>Presidential</b> 128:17 <b>presidents</b> 61:10 <b>presumably</b> 306:1 <b>pretense</b> 188:9 190:4 <b>pretty</b> 14:22 62:6 93:22 99:17 101:12 128:22 <b>prevent</b> 234:22	<b>previous</b> 124:13 254:21 <b>previously</b> 184:14 216:16 240:6 276:1 282:6 283:5,14 287:16 293:22 294:2 340:21 346:5 <b>price</b> 169:9 185:10 197:15 201:11 204:19 206:12 207:9 208:8 209:11 215:8 220:17 246:3 272:5 279:7,16 280:19 290:11 304:1 367:4 <b>prices</b> 108:20 178:15 185:16 187:2,7 188:10 189:12 190:5 192:8 194:9,19 195:10,21 196:15,15 197:8 198:2,8 198:20 200:9 200:20 201:6 202:7 225:13 225:21 226:1 228:1 234:14 234:22 238:17 238:19 254:17 255:16 256:13 257:17 259:20 260:11 261:15 266:18 269:19 270:11,16 273:10 276:8 282:13 283:8 283:16 284:15	285:2,16 286:9 286:19 287:12 288:22 289:14 289:22 290:11 290:12 291:6 291:13 301:13 312:18 353:19 354:21 356:7 362:13 363:3 364:2 365:13 365:21 366:13 <b>pricing</b> 119:16 178:10,20,20 179:3 340:10 <b>Primarily</b> 129:4 <b>primary</b> 15:16 101:22 <b>Primera</b> 111:14 <b>principal</b> 32:7 50:18 94:18 103:1 111:10 <b>print</b> 4:12,13 127:21 292:9 <b>printed</b> 128:1 264:15 265:16 360:7 <b>printing</b> 360:5 <b>printout</b> 127:7 <b>prior</b> 23:3 24:1 24:3 30:19 57:6 98:4 164:3 165:1 171:22 186:22 189:5 193:11 194:1,17 220:7 222:12,15 338:16 <b>private</b> 107:1,2 107:3,10,15 108:10,12 128:11,15 153:20	<b>privately</b> 103:16 <b>privilege</b> 309:7 309:11 325:13 <b>privileged</b> 20:15 <b>privy</b> 177:2 <b>probably</b> 11:17 16:12 44:14 58:16 59:9 91:12 103:15 106:16 110:9 112:8 161:17 191:11 251:3 271:8 339:18 361:14 <b>problem</b> 212:5 279:8,18 321:2 350:22 <b>problems</b> 248:22 273:19 279:13 294:14 294:22 299:16 346:22 349:21 <b>proceeding</b> 371:5 <b>proceedings</b> 7:1 371:3,9,12 <b>process</b> 28:6 41:8 87:13 112:7 119:6 295:15 306:21 <b>processed</b> 43:19 93:2,7 94:18 94:20 95:4 102:1,6,14 103:2,18 104:6 110:17 <b>processing</b> 28:8 41:1,1,4,8,9,9 41:20 86:5 88:22 89:4 91:12 104:13 133:5	<b>proclaim</b> 161:13 300:3 <b>produce</b> 97:7 197:4,9 229:14 229:19 235:19 236:20 239:16 239:17 300:16 305:12 <b>produced</b> 87:2 95:12 96:1 97:8,18 108:16 122:13,15,16 122:17,17,19 122:20 243:13 258:12 323:4 364:13 <b>producer</b> 16:6 17:4 106:11,19 160:13 175:11 191:17 204:15 206:8 207:6 208:5 213:19 214:13,20 220:5,11 224:18 270:5 303:9 310:14 352:11 367:3 367:10,13 <b>producer's</b> 142:19 <b>producers</b> 1:9 3:2 5:5 7:6 111:11 130:2 158:1 170:15 170:21 171:2 171:17,18,20 172:1,15,19 173:5,12,17 174:3,4,12 175:7,8,15 176:9,14,15,17 183:18 184:3
--	--	---	--	---

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

31

186:8 187:1	196:22 197:1	334:3,12	<b>providing</b>	234:9 239:6
196:16 197:13	242:1 299:3	335:10,14	191:20	254:15 259:10
200:17 202:14	337:3 346:22	341:12 342:18	<b>provision</b> 309:8	259:13,14,16
224:15 230:6,6	<b>productive</b>	343:3,11 344:1	309:13	259:16,18
230:7,8,9,10	367:9	345:3,5,6,6,14	<b>public</b> 1:21	260:9,18 261:7
231:5,7,8	<b>products</b> 43:22	349:21 350:1,2	143:8 153:10	266:16 269:15
235:16,17	94:20 102:1,6	350:5,14	160:20 163:8	270:14 276:14
236:17,18,22	102:12 103:2	356:19 357:13	206:21 208:1	276:15,16
239:22 240:21	105:3 107:3	362:11,12,22	209:12 218:17	285:1,15 286:7
246:16 258:6	109:4,14 110:4	363:21 365:22	272:17 304:3	286:8,10 287:9
263:19 270:9	110:12,21,22	366:10,12	371:1,21	295:19 298:7
285:10 297:18	111:8 121:10	<b>program's</b>	<b>publication</b>	319:3 363:2
298:8 305:22	129:9,14 152:5	363:2,22	156:21 224:14	364:1
306:18 310:10	169:10 295:22	<b>programs</b> 114:8	<b>publish</b> 192:22	<b>purposes</b> 322:5
311:1 312:11	298:9 300:12	136:21 185:10	<b>Pulaski</b> 34:19	<b>pushed</b> 174:13
315:3,9 316:10	304:7 307:7	191:22 192:8	89:19 93:12,14	<b>put</b> 24:11 71:1
330:17 345:5,7	317:10,14,21	193:5 229:10	94:4,9 134:1	92:8 108:18
360:19 361:10	320:12 322:6	255:2 274:19	<b>pull</b> 183:14,22	120:12 158:20
361:15	<b>Professional</b>	310:22	<b>pulled</b> 207:16	163:1,21 166:8
<b>produces</b> 121:8	1:20	<b>projected</b> 340:8	<b>pullet</b> 40:19,20	180:6 216:14
<b>producing</b>	<b>profile</b> 126:22	<b>projections</b>	41:3 87:1	233:6 237:11
125:14 242:8	<b>profit</b> 300:7	340:7	99:21 100:5,7	238:5 241:14
244:7 318:9	<b>profitable</b>	<b>promotional</b>	100:9 104:12	242:6 262:6
366:6	328:12	108:13	<b>pullets</b> 244:5	270:12 284:1
<b>product</b> 43:18	<b>program</b> 60:20	<b>pronounced</b>	<b>Pullman</b> 111:16	303:11 315:2
43:19 93:5	108:14 134:16	239:20	<b>purchase</b> 51:16	338:13,18
94:2 111:5	135:2,8,12,16	<b>proper</b> 127:17	92:17 119:13	<b>putting</b> 126:9
258:12 295:12	135:18,21	<b>property</b> 60:19	152:8	299:19,21
295:20 296:16	187:6,15 190:3	150:7	<b>purchased</b>	365:9
296:17 297:5	190:9,10,12	<b>proponent</b>	84:21 103:2	
302:6 303:4	192:5,11,12,14	255:3	124:1,6 150:14	<b>Q</b>
306:7 318:16	192:22 220:14	<b>proposed</b> 71:4	151:11 152:5	<b>qualified</b> 191:18
318:17 321:15	235:15,18	<b>proposing</b>	359:4	<b>qualify</b> 185:3
<b>production</b>	237:7,7 272:10	257:10 299:5	<b>purchasers</b>	335:9
53:12 89:9	275:22 293:21	<b>protective</b> 309:9	112:1	<b>quantities</b> 92:17
95:17 104:22	297:16 298:16	<b>protein</b> 129:11	<b>purchases</b>	112:1 198:13
105:14 113:19	299:14,16,17	<b>provide</b> 56:8	360:20	<b>quarterly</b> 48:16
115:15 125:8	300:6,9,10	59:13 71:10	<b>purchasing</b>	59:20 155:16
125:14 127:13	306:18,21	105:2 111:22	103:17	339:8
131:13,17	311:17 312:4	155:9 191:13	<b>purely</b> 230:9	<b>quasi</b> 44:2
133:15 142:6	314:4 315:11	<b>provided</b> 191:16	<b>purpose</b> 151:3	<b>question</b> 8:20
178:12 196:18	316:12 320:19	<b>provides</b> 125:20	233:18,20	11:6 17:1

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

32

19:21 21:5,8 21:12 22:5,11 22:15 24:2 32:1 70:6 71:9 71:12 72:5 73:11,20 74:5 74:11 75:2,10 75:19,20 76:4 76:5,8 85:14 95:13 100:22 123:12 128:18 141:17 162:16 164:2,6,7 168:12 169:11 174:7 181:8 185:18,20 186:13 188:14 189:13,22 190:18,22 191:6 193:13 193:16 194:11 197:17 199:1 207:17 213:3 215:19 227:2 228:3,5,15 229:3 230:17 230:19 232:3 232:18 233:2,6 233:15 235:8 235:22 236:14 238:5,11,12,13 245:5,9 248:4 248:9 252:3,22 253:6 254:2 255:18 259:22 260:14 261:17 262:6,7,13 277:5,15 285:3 285:19 287:14 296:15 300:11 301:15 307:13 308:4,14	311:12,21 312:20,22 314:8 316:4,15 316:17 324:2 325:6,19 326:5 328:6,20 329:7 329:8 334:14 336:9,10 342:22 343:17 343:17 344:18 345:13,20 347:9,18 348:18,20 353:5,21 354:3 354:4,12 355:12,13 363:17 <b>questioning</b> 72:14 320:1 <b>questions</b> 11:1 121:6 168:18 186:19 232:22 237:17,20 238:1 249:18 250:5 306:3 309:15 344:21 348:16 <b>quick</b> 84:19 166:10 223:17 <b>quickly</b> 249:2 295:6 <b>quiet</b> 180:8 <b>quit</b> 290:14 <b>quite</b> 15:22 48:8 183:11 359:1 <b>quits</b> 242:2 <b>quota</b> 357:3 <b>quotas</b> 356:15 356:20 357:7 <hr/> <b>R</b> <b>R-E-N-S-S-E-...</b>	31:17 <b>R-I-G-T-E-R-...</b> 25:8 <b>RA</b> 4:10,18 5:22 82:4 182:15,17 351:15 <b>racks</b> 114:19 <b>RAF</b> 148:10,12 148:13 149:7 152:22 154:2 154:13 155:2 <b>RAFKS</b> 5:12,14 5:16 322:22 327:21 330:4 <b>railing</b> 256:18 <b>raise</b> 169:9 <b>raised</b> 121:17 294:16 <b>ran</b> 40:15,19 44:5,7 73:13 319:1 <b>Ranch</b> 3:12 298:3 <b>Randon</b> 311:16 312:3 314:20 315:10 320:20 <b>Randy</b> 303:1 306:6 <b>range</b> 121:9 217:4 275:14 309:22 322:22 330:4 344:15 348:5 351:14 364:12 <b>ranged</b> 333:5 <b>rank</b> 16:11,13 107:7 <b>ranked</b> 16:14 165:3 171:8 <b>ranking</b> 16:18 163:22 164:10 164:12	<b>ranks</b> 164:20 <b>rarely</b> 111:22 <b>rate</b> 288:14 <b>RAUPDATE</b> 5:18 6:4 333:5 364:12 <b>Re-ask</b> 85:13 316:20 <b>reacted</b> 273:20 <b>read</b> 73:19 75:19 76:1,7,9 84:18 105:4 130:2 136:9,15 137:1,9 138:12 141:18,19 157:10 174:8,9 176:4 183:22 184:6 185:21 185:22 188:15 188:16,20 189:14,15,18 189:19 190:17 191:1 194:12 195:13,14 199:3,5,13,15 226:6,7 228:6 228:7,15,16,19 230:16,20 231:14,17,18 235:22 236:2,6 236:7 239:3,4 245:8,10 249:17,20 250:2,5,6,7 252:2,5,21 253:1,6,8 254:2,4,14 255:20,22 259:7,9 261:21 262:7,8 273:12 274:1 276:3,4 277:6,17	282:15 285:4 285:20 291:16 291:18 294:2 301:16,17 303:10 306:3 307:17 310:16 313:1 314:10 314:12,21,22 315:18 316:18 316:21 317:3 321:8,17 323:8 338:15 343:16 343:18 347:1,3 347:10,18,19 354:5,7 362:17 362:18,21 363:13,14 370:4 <b>reading</b> 240:15 248:3 266:2 294:18 312:6 317:18 353:2 363:12 <b>reads</b> 157:16 266:13 <b>ready</b> 166:13 313:10,22 315:17,22 320:6 321:12 322:2 <b>real</b> 24:5,7 60:19 84:19 150:8,10 166:10 <b>reality</b> 299:19 <b>really</b> 44:19 57:18 95:7 108:11 147:22 183:12 199:19 219:4 229:5 290:13 313:3 324:12 352:19
--	--	--	--	--

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

33

353:8	<b>recalls</b> 75:13	250:14 266:8	163:8,12	291:8
<b>rearing</b> 40:19	226:21	268:2 269:3	165:12 166:4,9	<b>REDDING</b> 3:5
87:1	<b>receipt</b> 21:20	275:21 293:20	166:17 168:20	182:13,19
<b>rearrangement</b>	22:18	294:12,20	174:9 185:22	211:9 246:22
126:16	<b>receivable</b>	368:3	188:16,20	248:8 259:21
<b>reason</b> 33:19	119:14	<b>recommendat...</b>	189:15,19	260:13
83:18 109:2	<b>received</b> 19:13	226:3,22 227:4	191:1 194:12	<b>redo</b> 194:14
158:9 163:6	20:14,14,19	227:6 238:22	195:14 199:5	262:14 363:17
181:9,12 188:4	140:3 225:16	245:22 246:4	199:15 204:2	<b>reduce</b> 187:7
190:9 207:14	339:10	252:12 254:13	210:2,13	189:11 193:6
207:17 227:20	<b>receiving</b> 21:13	260:6 262:19	223:18,22	229:18 233:18
235:10 236:15	339:16	263:8 264:2	228:7,19	234:13 235:4
288:19 289:17	<b>recess</b> 81:8	265:22 285:13	230:18,20	235:14 239:9
289:18 291:4	165:15 223:20	288:1 293:6	231:18 232:17	239:15 242:8
291:10 300:8	278:13 322:13	303:8 325:3	233:14 236:2,7	243:3,18,22
305:4 323:20	<b>recognize</b> 120:7	326:1 331:20	245:10 250:3,8	254:16 255:15
364:5 366:11	120:12	350:20	252:5 253:1,8	256:12 259:11
<b>reasons</b> 20:9	<b>recollect</b> 59:11	<b>recommendat...</b>	254:4,15	259:19 260:10
108:21 148:6	75:8 78:8	263:19 267:22	255:22 262:2,8	261:14 266:17
160:20 162:4	91:18 99:13	268:16 269:1	277:6,17	268:5 269:6,19
279:12	121:3 149:20	280:12 287:3	278:11,15	270:4,10,15
<b>recall</b> 30:18	156:13 169:5	323:11	285:4,20	276:8 282:7,12
45:3 48:8,10	172:12 178:22	<b>recommended</b>	291:18 295:18	282:13 283:5,7
65:19 67:9	191:15 205:22	220:20 226:14	301:17 309:10	283:14,16
124:4 143:16	209:17 234:3,7	235:11 242:10	313:1 314:12	284:11,12,14
144:21 145:2,9	288:4,12 326:6	250:11 253:17	317:3 322:11	285:1,15 286:5
146:6 147:12	327:12 328:21	254:7 255:7	322:15 343:18	286:8 287:10
152:2 163:17	<b>recollecting</b>	259:2 269:17	347:10,19	287:11 288:1
165:5 221:10	139:22	274:6 278:6	354:7 362:18	288:14,21
245:6 271:6,8	<b>recollection</b>	287:5 306:9	363:14 369:4,5	289:13 290:7
271:11 280:21	79:4,16,17	346:1 347:14	371:9	290:19 291:5,7
286:2 293:8	86:10 98:15	<b>recommending</b>	<b>recorded</b> 9:22	291:12 301:2
294:10 295:11	99:7 105:18	233:22 239:7	10:10	306:19 344:2,4
295:16 296:18	106:15 143:5	241:20 287:9	<b>recordkeeping</b>	344:20 346:20
297:9 305:4	150:3 154:8	289:11,18	127:16,18	346:21 353:18
307:3 310:11	158:19 164:9	291:5,11 310:8	<b>records</b> 53:10	354:21 355:4
311:19 313:4	175:22 207:3	344:8 347:5	53:11,12 91:8	356:22
330:20 332:15	208:21 209:16	<b>record</b> 7:15 8:15	91:9,12,14,17	<b>reduced</b> 192:12
338:7 339:4,11	226:20 263:17	8:16 66:11	97:17 127:19	194:18 229:17
350:16 351:21	310:15	68:19 75:18	174:18 203:22	270:8 286:11
358:22 359:21	<b>recollects</b> 75:14	76:1,9 81:6,10	227:15,19	286:17 301:5,8
367:21 368:15	<b>recommend</b>	101:4 141:19	286:21 287:5	312:17 335:11

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

34

335:19,22	315:21 317:13	209:12 218:17	334:20,20	43:6,11 47:22
336:5,6,11,21	320:15,18,22	219:13,17	344:21 349:6	48:2,3,15,19
371:7	328:16 329:1	272:16,17	367:16	48:22 53:6
<b>reduces</b> 343:8	329:11 354:18	304:3	<b>remembered</b>	56:20 155:7
<b>reducing</b> 286:18	355:13,14	<b>relationship</b>	176:4	158:11,12
301:12 353:17	356:20 357:3,6	103:10	<b>remove</b> 335:5	163:9 205:11
354:19,20	365:19,20,21	<b>relative</b> 28:2	<b>removed</b> 20:9	244:14 248:21
356:4,6	<b>reflect</b> 219:21	90:15 179:1	24:9 335:7	249:11 275:11
<b>reduction</b>	233:14 248:1,6	371:14	<b>removing</b> 24:6	275:18
169:20 227:22	262:2 309:10	<b>relax</b> 186:18	<b>rendered</b> 179:21	<b>reported</b> 140:13
244:22 274:5	<b>reflected</b> 163:11	<b>released</b> 144:1	<b>Rensselaer</b>	205:12 244:13
276:2 289:21	<b>refresh</b> 295:18	<b>relevancy</b> 9:2	31:15 33:12	244:16
335:14 336:20	<b>regarding</b> 5:9	<b>relied</b> 340:17	38:13	<b>reporter</b> 1:20
337:5 345:16	329:13	<b>remained</b>	<b>renumbering</b>	7:12 9:22 10:4
350:21	<b>region</b> 26:9	221:21	202:17	10:10 166:18
<b>reductions</b>	117:21 118:3	<b>remaining</b> 73:20	<b>rep</b> 65:17 70:10	277:11
169:22 274:11	118:12 360:10	75:5	<b>repeat</b> 17:1 21:5	<b>reports</b> 27:18
274:13 316:11	360:18	<b>remains</b> 164:21	21:12 22:5,11	47:20 49:18
323:13 329:4	<b>regional</b> 107:22	<b>Rembrandt</b>	24:2 32:1	50:20 155:9,11
329:14	173:16 176:14	95:7 111:14	71:12 95:13	155:12
<b>refer</b> 101:15	176:22	<b>remember</b>	123:12 141:17	<b>represent</b> 176:6
139:21 336:16	<b>regions</b> 118:7	13:19 45:4,6	162:15 164:7	<b>representation</b>
<b>reference</b> 95:11	176:19	69:5,20 70:2,4	168:12 174:7	222:7
104:20 310:16	<b>Registered</b> 1:20	72:11 74:18	185:19 188:13	<b>representative</b>
316:9 321:4	<b>regulated</b> 89:11	76:4,5,12	188:19 189:13	11:22 73:17
348:22 349:9	153:2,21	77:21 99:5	194:11 195:12	<b>represented</b>
354:14	<b>regulation</b>	107:20 108:4	197:17 199:1	99:17 142:15
<b>referencing</b>	153:10	120:22 143:12	228:4,10 235:7	<b>request</b> 343:10
129:14	<b>regulations</b>	143:14 144:22	255:18 277:5	357:18
<b>referring</b> 32:5	140:10	165:3 170:19	277:15 285:3	<b>requested</b> 76:2
42:9 63:6 74:7	<b>reimburse</b>	184:22 185:2	311:20 325:11	76:10 141:20
85:8,20 101:15	237:19	191:20 209:1	329:8 347:8	174:10 186:1
118:20 123:2	<b>reimbursed</b>	218:22 219:2	354:4,9	188:17,21
124:11,12	232:21	225:3 273:15	<b>repeatedly</b>	189:16,20
138:18 139:22	<b>reiterate</b> 276:16	279:20 288:8	238:13 293:10	191:2 194:13
171:5 183:22	<b>relate</b> 139:10	293:4 295:8	<b>rephrase</b> 19:21	195:15 199:6
215:4 216:8	<b>related</b> 7:21	297:4 310:20	257:22 285:18	199:16 228:8
230:1 249:22	123:15 140:5	310:21 311:2	<b>replaced</b> 18:15	228:20 230:21
264:20 274:14	141:14 371:11	317:17 326:11	18:21 19:22	231:19 236:3,8
275:4 307:7	<b>relation</b> 207:22	327:22 330:21	20:8 21:2,7,10	245:11 252:6
308:19 311:9	<b>relations</b> 206:20	332:4,4,7,9	21:14	253:2,9 254:5
311:15 314:3	206:21 208:1	333:16 334:12	<b>report</b> 27:14,16	256:1 262:9

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

35

277:7,18 285:5	79:18 80:1,15	42:14,18 43:14	322:2	29:8 32:21
285:21 291:19	80:20 88:6	49:17 50:19	<b>result</b> 19:15	35:10 37:10
301:18 313:2	93:6 94:18	52:14 54:7,11	20:3 180:11	39:21 40:18
314:13 317:4	95:4 102:4	60:14	289:20 312:16	41:2 46:11
343:19 347:11	104:16 110:20	<b>responsible</b>	342:4 345:15	47:18 48:14
347:20 354:8	114:11 123:1,6	125:22 126:12	350:13 368:10	51:12 55:18
357:20 362:19	123:11,13	127:3 220:13	<b>resulted</b> 368:9	58:20 59:10
363:15	124:15 125:5,6	<b>responsive</b>	<b>retail</b> 110:2,3,15	66:4 67:1
<b>required</b> 117:11	125:13 126:14	139:15 190:20	110:18 113:21	77:13 78:3,7
<b>requirement</b>	128:5 138:21	230:19 231:17	122:10 296:8	79:18 80:19,21
296:5 301:12	139:18 141:9	343:15	<b>retained</b> 310:12	82:11,14,18
342:19 343:6	155:10 168:15	<b>rest</b> 86:11	<b>retired</b> 63:17	83:6,18 86:12
345:15 350:12	194:6 213:18	<b>restate</b> 188:1	205:15	88:12 89:12,17
350:14 360:4	250:12 285:13	301:15 312:21	<b>return</b> 114:19	93:3,6 95:17
368:9,10	288:1 293:7	314:9 316:16	153:17	98:12 99:10,14
<b>requirements</b>	297:18 314:5	362:16 363:6	<b>revenue</b> 154:21	99:19 104:6
126:8 127:4,9	328:17 329:3	<b>restaurant</b>	155:1 156:6,8	111:2 115:3,8
302:5 329:5,16	336:10 340:8	101:18	202:1	115:16,21
335:4 337:5	340:10	<b>restaurants</b>	<b>review</b> 67:5,12	116:5,7,12,13
344:1 345:9	<b>respond</b> 238:12	103:20	82:7 182:11	117:3,15,16,19
356:6,21 357:7	308:1	<b>restrict</b> 186:8	309:21,22	118:13 119:21
357:16 358:7	<b>responded</b>	187:1 190:4	348:14 351:11	123:3,6 124:8
366:1 367:20	308:4	257:8,16	351:19 364:13	124:9 125:2
<b>reserve</b> 210:16	<b>responds</b> 313:6	276:22 362:12	367:7	129:15 131:2
309:6	<b>response</b> 311:8	363:3 364:1	<b>reviewed</b> 67:10	131:14,17
<b>resides</b> 32:8	311:14 312:1	365:12,20	<b>reviewing</b>	132:5,20 137:6
<b>resign</b> 30:8,10	312:11 315:13	366:13	327:22	137:11 138:8
45:8	317:8,20 321:9	<b>restricted</b>	<b>Revolution</b>	139:3,4 141:7
<b>resigned</b> 30:6	321:22 328:9	185:15	93:17	145:5,21 146:9
44:22 45:2	<b>responsibilities</b>	<b>restricting</b>	<b>Rice</b> 7:11	147:16 149:4
60:6	14:20 18:18	188:10	<b>rich</b> 353:14	157:3 158:5,7
<b>resolution</b> 233:8	21:19 22:1,18	<b>restriction</b>	354:16 355:21	158:21 160:8
<b>resolved</b> 179:9	22:21 23:8	191:21 192:5,8	356:4	161:6 162:13
179:11	27:13 38:15	192:11 310:22	<b>rid</b> 256:15 322:7	163:19 164:19
<b>respect</b> 32:2	39:12 42:22	315:10 330:11	<b>Rieder</b> 78:15	165:7 167:11
54:8 62:14	44:20 50:1,10	<b>restrictions</b>	<b>right</b> 8:21 9:4	167:14,17,20
64:13 68:7	51:15 53:21	257:14 314:5	10:16 11:9,15	170:2 173:8,11
70:8 71:11,15	<b>responsibility</b>	317:16,22	12:3,12,17	175:6,21 177:9
71:22 72:3,19	15:2 17:12,18	<b>restrictive</b>	14:12 15:19	179:20 180:14
73:20 74:13	18:13 24:22	313:11,22	16:1 17:21	180:18 181:3
75:4 76:18	34:15 38:17	315:18 316:9	23:7 25:2,13	181:14 183:4,5
78:22 79:11,14	41:16 42:1,8	320:6 321:12	25:19 28:13	183:8,10 184:1

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

36

184:12 189:5	269:9,12	<b>rightists</b> 141:22	55:3,14,20	174:2,5 175:12
191:8,13 203:7	270:16,21	241:13	56:4,8 57:14	176:22 177:12
203:9,11 204:9	271:17 272:6	<b>rights</b> 123:10,14	57:16 60:10	177:19 179:21
204:12,21	272:10,13	142:10,21	62:16 63:13	180:17,21
205:2 206:10	273:6,7 274:7	181:6 362:14	64:14 65:12,18	184:10,17,19
206:13,14	276:14 278:1	363:4 364:3,5	67:2 73:4	187:16 191:10
207:6,20 208:2	280:7 281:4,10	365:14 366:14	78:10,17 80:20	202:20 205:18
208:5,12 209:8	281:15,17	<b>Rigterink</b> 25:6	82:4,18 83:14	209:5 210:17
210:16 212:11	282:2,8,13	28:13 32:22	83:14 84:2	211:12,17
212:21,22	284:4,6,11,12	46:5 61:13	85:2,5,10,17	212:15 215:1
213:6,9,12,17	284:18 286:19	<b>risk</b> 27:8,9,11	86:14 87:8	219:22 220:6
213:20 214:9	288:3 289:16	61:22 62:2	88:15,21 89:13	221:13 222:2,4
214:10,14,20	291:1 293:11	115:17,20	90:10,12 92:2	224:11,21
215:1,9,11,13	293:16 294:11	116:2,3,4	93:7 97:5,6,21	225:9,16
215:21 216:3,5	294:18 295:4	<b>Road</b> 2:7	98:10 99:16	259:15 270:21
216:7,15 217:6	298:22 299:11	<b>Robert</b> 39:2	100:17 101:10	304:14 323:5
217:15 218:1,4	300:22 303:5	45:14 52:12	104:10 105:11	323:16 338:22
218:6,14	303:14 304:3,9	63:11 145:18	106:17 107:6	339:9 340:3
219:19 220:14	307:7,21 308:1	<b>Robinson-Pat...</b>	107:10,21	349:12 352:10
220:17 221:8	308:13 310:14	177:15 178:19	108:7 109:3	361:18 362:10
221:15 223:9	311:5,7,10	<b>rodent</b> 19:3	111:19 118:17	362:22 363:20
223:14 224:15	315:6,19 320:7	<b>rodents</b> 140:19	120:9,16 121:6	364:14,18
224:18 225:10	325:1 330:7,11	<b>Roger</b> 126:2	121:8 129:21	<b>roster</b> 218:1
225:14,17	331:11 332:2	127:5,11,12	130:5 131:12	<b>rotate</b> 35:18
226:17 227:9	332:12 333:18	<b>role</b> 14:6,13	132:11 134:16	<b>rough</b> 360:15
227:12 234:19	333:20,21	15:16 18:19	134:20 135:7	<b>round</b> 229:8
239:14 241:12	334:1 337:12	25:22 27:2	135:15 136:5,7	<b>routine</b> 10:6
241:17 242:3	337:21 340:18	29:21 30:3	137:7 138:9,10	<b>row</b> 47:12 247:8
244:3,10,11,15	341:6,21,22	42:10 44:3	138:16 139:18	272:22
245:22 246:20	342:15 349:8	46:19 47:18	146:16 148:2,9	<b>rows</b> 134:4
247:17,21,22	349:13,16	<b>roll</b> 333:21	148:16 149:3	271:15
248:2 249:12	350:10,22	<b>room</b> 133:11	149:15 150:16	<b>rule</b> 294:17
249:15,16	352:2,5,8,12	296:2 338:14	152:15,19	<b>rules</b> 9:21
250:22 251:4	352:13 356:11	<b>rooms</b> 133:6	153:12 154:6	190:14 196:21
251:10,14	356:22 357:8	<b>Rose</b> 2:11 3:22	154:11,12	334:19
252:18 260:5	360:1 361:9,18	4:9,12,13,22	155:2,18 156:3	<b>rumor</b> 196:4
260:22 262:17	364:19 365:11	8:3,8 11:21	156:12 157:12	222:16
263:7,9,21	365:16 366:22	12:4,7 13:3,10	158:4 160:7	<b>rumors</b> 195:4,7
264:19 265:4,6	367:14 368:13	13:14,22 14:6	164:11,13,15	195:17,18
265:7 266:5	368:17,19	15:20 17:2	164:21 170:14	197:22
267:16,19	<b>right-hand</b>	19:6,13 22:7	171:22 172:18	<b>run</b> 15:9,9 23:14
268:6,8,10	341:8	30:22 54:5,8	173:4,12,19	40:9,13,22,22

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

37

41:6 87:18	<b>S-K-Y-E</b> 45:14	105:5,10,12	305:19,20,20	84:3 106:11
179:17 230:8	<b>S-T-A-R-R</b> 60:9	106:6,8,17	306:5 307:5,9	109:7 134:15
256:16 318:9	<b>sabotaged</b> 139:6	109:3,4,13	307:18 308:14	137:6 158:20
318:10,12,15	<b>safe</b> 64:12	110:1,2 111:20	311:22 313:20	161:11,16
<b>running</b> 23:9	<b>safety</b> 141:14	119:4,12 121:8	317:18 320:4	163:21 164:21
41:7 43:4	249:21	121:15 122:7	321:10 323:5	185:5 206:3
317:12 320:13	<b>sailing</b> 63:17	124:6 129:21	328:10 331:3	248:18 249:4,6
321:17	<b>sale</b> 64:11	134:20 135:11	341:5,10,17	267:22 275:14
<b>runs</b> 26:1 28:6	123:15	136:4,5 137:2	342:2 346:3,14	275:19 283:19
36:18 46:21	<b>sales</b> 25:17,18	137:3,7 138:8	348:1 351:1	294:19 295:3
60:19 152:14	61:18 83:2	138:10 152:4	352:17,18	304:21 330:15
155:20	97:19 102:12	158:6,8 165:2	354:15 360:22	346:18,19
<b>rust</b> 1:15 4:3 7:4	110:3 111:6,19	167:10 169:6	363:17 365:7	348:9,12,18
8:10 9:12	117:15,20,22	169:15,17	366:17,18	352:17 353:1
12:17 15:14	280:13 359:7	177:20 183:11	367:2,22 368:2	<b>seconded</b> 250:14
17:13 18:14	360:16	184:7,17 185:6	368:7,12	266:8 268:1
20:13 21:3,7	<b>salmonella</b>	207:1 209:14	<b>schedule</b> 335:15	269:2 275:20
21:10,14 39:14	140:16,17,20	210:10 212:18	<b>scheduled</b> 268:3	279:14 293:20
46:8,12,15,17	140:22 141:6	213:1 215:4,7	269:4 276:1	368:2
47:14 51:8	<b>salted</b> 94:4,6	215:10 216:4	282:6 283:5,14	<b>secretary</b> 60:3
52:12 54:19	<b>sat</b> 155:17 263:6	217:22 218:2	293:22 294:2	60:12 61:2
56:4 65:4 79:7	288:5,8 289:11	219:18 221:12	<b>schedules</b>	62:5,7,10
81:21 119:22	<b>Satkin</b> 1:19 7:13	225:13,15	253:21	<b>section</b> 85:5
130:14 132:1	371:2,20	226:19 240:2	<b>Schielbaum</b>	95:15 137:4
146:21 156:15	<b>save</b> 104:22	241:8 247:11	126:3 127:12	249:19
182:7 186:18	<b>saw</b> 82:9 174:19	248:20 250:20	<b>Schimpf</b> 268:2	<b>see</b> 71:16 72:8
199:11 203:13	213:20 223:5	251:11 252:9	269:3 279:14	72:21 74:17
211:7 213:5	310:2 331:8	253:11 266:2,3	293:20	75:14 80:9
223:9 224:4	333:13 338:11	266:7,13 268:7	<b>school</b> 64:21	85:5,6 86:16
246:10 293:5	<b>saying</b> 199:21	268:8,13,15	65:1	91:4 95:18
302:1,13	202:10 239:20	269:8,9,10	<b>scientific</b> 205:1	98:1 105:15
309:16 310:1	245:6 258:2	273:4,14,18	206:16 207:13	106:2,12 110:6
323:1 327:17	291:15 325:12	275:19 276:21	208:12 215:13	112:2 119:8,17
328:1 330:1	325:15 353:8	278:2 279:5	215:21 216:3	121:10,17
333:1 348:6	356:12 363:9	280:2,19	<b>screwed</b> 31:19	122:10 129:11
351:6,20 364:9	<b>says</b> 83:17 85:10	281:18 282:16	<b>se</b> 57:22	130:7 131:11
367:12	85:18 86:14	282:18 283:9	<b>search</b> 232:14	131:16 134:5
<b>Ruth</b> 14:9,11	88:14,21 95:16	283:18 285:7	233:10	135:5 137:1,3
29:21 60:5	95:20,21 96:15	288:17 290:6	<b>season</b> 110:13	137:4 159:5
63:10,11 64:6	97:4,20 98:10	290:17 293:18	<b>second</b> 10:8	169:10,12,15
	98:13 99:20	294:4,5,7,20	16:6 17:3	169:22 171:10
<b>S</b>	104:5,9,10,21	295:2 304:6	49:14 83:12	184:19 185:11

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

38

198:5 208:15	333:17 336:3	323:16 324:22	20:10 63:1	348:4 351:9
211:17 212:15	338:7 341:14	<b>service</b> 83:3	<b>shares</b> 62:19	364:7 366:20
212:19 214:4	355:16	101:14,15,17	<b>sheet</b> 97:19	<b>showed</b> 67:7
215:5,16 217:1	<b>segment</b> 62:17	101:21 102:3,5	338:18 359:22	77:7 145:21
217:5 247:3,17	<b>segments</b> 258:15	102:8,11 104:4	370:8	<b>showing</b> 142:17
249:3 250:18	<b>Select</b> 128:15,17	110:2,4,19	<b>sheets</b> 127:7	147:8
263:2 264:10	<b>sell</b> 93:3 102:7	117:11,11,16	360:2	<b>shown</b> 144:8
265:11,16	102:19 107:8	118:21	<b>shell</b> 16:6 17:4	<b>shows</b> 230:18
269:7 271:20	118:18 123:17	<b>Services</b> 7:12,14	43:18 89:7	<b>shut</b> 150:21
275:18 279:9	129:1 178:13	<b>serving</b> 352:11	106:10 107:4	151:1
279:18 287:5	236:20 237:10	<b>session</b> 4:5	110:3,12,16,16	<b>sibling</b> 54:2
288:16 290:8	251:16 298:8	166:1	113:21 121:9	<b>siblings</b> 63:7
290:17,19	318:22	<b>set</b> 40:10,11	121:15 230:9	<b>sick</b> 141:4
293:19 294:15	<b>selling</b> 87:18,19	145:10 151:10	258:5,11 267:9	<b>side</b> 166:12
295:1 302:19	107:18,20	153:11 179:16	<b>Sherman</b> 177:17	205:10 341:6
309:11 313:11	108:1,7,8	179:22 230:2	<b>ship</b> 92:11	<b>Siegel</b> 2:6
313:19 314:1	175:18 198:9	287:16 295:12	109:14,20	<b>sign</b> 51:20
317:11,15,21	198:10 290:6	303:4 308:9,21	111:21 197:5	191:16 332:1
320:13 321:16	290:18 318:21	310:13 312:15	237:4	334:3
328:3,6,7,14	<b>semiretired</b> 25:9	<b>sets</b> 265:14	<b>shot</b> 244:8	<b>signature</b>
330:17 331:2	33:1	<b>setting</b> 307:11	<b>show</b> 65:7 81:13	211:18 212:1,3
341:6,7,12	<b>send</b> 158:11	<b>seven</b> 149:13	82:2 120:3	370:12
342:9 346:7,14	295:5,9 331:22	241:16 271:18	127:16 130:12	<b>signed</b> 202:13
346:16 347:1	<b>sent</b> 69:12 72:16	<b>severe</b> 141:3	131:21 132:13	350:6 370:8
348:22 349:9	157:20 209:20	<b>Seville</b> 95:8	137:15 143:13	<b>significant</b>
350:3 352:15	224:9,10 227:7	<b>sewer</b> 150:13	144:10 146:3	44:21 117:2
352:21 353:7	280:17 284:8	<b>Seymour</b> 31:2	147:2 156:18	130:6
353:10,14	338:19 339:2,3	31:20 32:4,19	163:16 171:12	<b>signing</b> 50:5,6
354:16 356:17	339:4	32:20 34:6	180:20 182:10	51:21
364:22 365:8	<b>sentence</b> 95:15	39:8 53:2 65:1	184:12 202:12	<b>signs</b> 50:2
365:14 367:5	136:16 137:2,6	119:7 126:5	203:16 210:13	<b>similar</b> 314:4
368:6 369:3	265:8 321:13	132:18 205:14	211:3 214:6	316:12
<b>seeing</b> 73:6	341:12	224:12	216:16 221:9	<b>similarly</b> 115:18
120:13,22	<b>separate</b> 89:6	<b>shady</b> 181:14	224:2 246:13	<b>simple</b> 74:11,12
121:3 146:6	94:13 149:6	183:14,22	254:10 266:21	<b>simpler</b> 363:18
184:22 185:2	153:12	184:4 222:19	271:2 278:18	<b>sir</b> 9:15 13:20
267:14	<b>September</b>	223:2,5 292:2	281:2,13 291:8	65:10 84:5
<b>seen</b> 14:4 64:4	348:11	292:8,10 351:2	302:11,18	140:3,15
146:8 159:16	<b>serve</b> 15:14	<b>shake</b> 44:18	309:19 322:21	141:16 143:1,9
173:22 212:21	219:3 254:20	<b>share</b> 106:10,18	327:20 329:21	147:5,19 175:4
264:17 323:11	<b>served</b> 4:8 44:2	107:15	333:4 336:14	175:8 183:2
329:3,13	65:11 322:17	<b>shareholder</b>	340:20 346:4	186:19 187:8

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

39

187:13 188:11	290:15 291:6	<b>sit</b> 84:18 190:13	143:17 147:9	41:2 96:22
190:22 192:17	291:13 292:4	280:19	229:11 232:9	132:17
198:3,20 201:1	293:11 294:6	<b>site</b> 100:11	334:21	<b>sound</b> 79:3 83:6
202:2,12 203:4	294:19 295:15	133:10	<b>sold</b> 88:19 90:3	124:8 228:18
212:8 213:15	296:15 297:19	<b>sites</b> 104:2	92:12,21 103:7	<b>sounds</b> 50:18
214:5 217:1	298:14 300:11	<b>sitting</b> 70:3 72:9	108:16 110:18	125:2 351:2
219:7,13 220:1	300:20 301:3	72:20 73:2,22	128:6,16	<b>sourcing</b> 104:1
221:5,19,22	301:14 302:11	74:10	196:14,17	<b>south</b> 3:15 46:21
224:8 225:1,6	304:3,18	<b>six</b> 35:16 105:13	197:2 201:19	109:7
226:9,11 227:2	306:12 308:9	116:16 118:10	201:21 237:12	<b>southeast</b> 26:14
227:15 228:14	312:18 313:14	131:13 132:5	297:5	176:16
230:4 232:3	313:19 316:13	149:13 271:15	<b>sole</b> 62:20	<b>southern</b> 26:9
233:13,19	317:16 318:2	<b>sixth</b> 118:2	<b>solution</b> 283:11	236:22
234:14 236:13	320:21 321:4,9	159:21	287:8,10	<b>soybean</b> 86:5
238:15 239:9	321:21 322:3	<b>size</b> 92:14 93:21	288:13,18	104:12
240:2,12	322:19 323:13	133:22 268:5	289:12,12,18	<b>space</b> 237:11
242:11 243:4	323:18 324:15	269:7 270:5,8	290:8,17,21	296:4,11 301:1
243:19 244:11	328:7,18 329:5	276:2 282:7	291:3,11	301:8,11 302:5
244:22 245:19	329:16 332:12	283:6,15 290:8	342:13	329:5,15
246:5,15,17	332:19 333:7	290:19 301:7	<b>solutions</b> 103:8	335:22 337:5
247:3,14,21	333:11 335:6	314:6 336:5,6	279:8 281:20	342:3,8,19
248:14 251:4	335:12,18	336:11,13,19	282:4 283:9	343:5,22 344:2
251:17 252:16	336:9,12 337:8	337:7 339:6	284:8 285:8	344:20 345:8,9
253:15,18	337:16 341:15	341:18,21	289:3 294:14	345:15 346:15
254:10,17	343:9 345:13	342:4 343:9	294:22	346:19 350:14
257:18 259:1	346:2 347:6,17	344:2,5,20	<b>somebody</b> 87:11	350:20 353:17
259:20 260:11	348:3 349:16	345:16 353:18	324:16,17	354:19 356:5
260:20 261:15	350:7,15,18	354:20 356:5	339:19 345:11	356:21 357:7
262:16 264:6	353:19 354:3	356:22	<b>someplace</b> 55:9	357:16 362:13
264:14 265:7	354:22 355:12	<b>sizes</b> 41:13	55:11 121:4	363:3 364:1
265:22 266:18	356:7 357:17	<b>Skye</b> 45:14,19	159:14 198:15	365:12,20,22
267:9 268:16	357:19 358:8	45:20	225:4 257:7	366:13 367:19
269:15 270:11	358:20 359:6	<b>slightly</b> 23:21	310:19 314:22	367:19 368:4,5
271:7 272:17	360:2,9 361:7	125:18 165:1	336:1	368:9
273:7 274:14	362:14 364:3	<b>slow</b> 363:11	<b>somewhat</b> 13:1	<b>Spain</b> 109:15
276:9 277:1,4	366:1,15,20	<b>small</b> 112:1	109:11 170:4	<b>Sparboe</b> 95:8
277:14 278:21	367:14 368:11	129:22	306:11 333:12	<b>speak</b> 324:9,12
279:21 280:15	368:14	<b>smaller</b> 95:9	356:16	<b>speaks</b> 251:20
280:22 282:13	<b>sister</b> 14:11	134:2,3 318:19	<b>son</b> 54:3	344:11
283:8,17 285:2	38:14 44:22	<b>smallest</b> 123:20	<b>soon</b> 81:2	<b>special</b> 114:19
285:16 287:2	51:9 57:2 60:5	<b>smell</b> 178:14	<b>sorry</b> 21:7 24:18	<b>specialize</b>
287:12 289:14	63:19	<b>so-called</b> 104:2	24:21 28:7,15	319:12

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

40

<b>specialty</b> 121:9 122:7,12 123:3 128:5,8	266:10 272:16 282:5 283:4,13 294:1 304:2	<b>starving</b> 241:18 <b>state</b> 7:14 104:13 118:17 135:19 163:9 251:11 360:13	108:17 129:7 <b>stormed</b> 45:5 <b>strategic</b> 57:6,9 57:14,17 58:1 <b>strategies</b> 27:11 <b>Street</b> 1:18 2:15 314:21 <b>Streets</b> 3:8 <b>strictly</b> 236:20 <b>strike</b> 139:12,15 190:16 223:11 230:15 231:13 235:20 237:14 254:1 290:15 296:12 343:12	120:2,15 124:12,14,19 125:1 130:11 130:16 131:6 131:10 132:3 136:14,22 137:14 138:3 139:2,12,16 141:18 142:11 147:1 156:17 159:22 160:5 162:17 164:5 165:10 166:6 168:19 169:2 169:16 170:12 171:6,13,15 174:8,22 180:7 180:10 182:9 182:15,17,20 182:22 185:21 186:6 187:11 187:20 188:15 189:1,14 190:1 190:16,21 191:7 192:6 193:15 194:5 194:14,16 195:6,13,16 196:3,11 197:19 198:16 199:3,13,22 200:15 201:13 202:11,18,19 203:15,19 204:4,7 210:5 210:6,11,14,21 211:2,11,14,21 212:4,6 214:1 214:3 216:11 216:13,20,22 223:7,15 224:1 224:6 225:8
<b>specific</b> 22:16 23:12 68:2,3 74:5 75:2 77:3 91:9 96:10 125:10 177:13 218:22 331:10 331:11 348:16 348:18	<b>spinning</b> 189:17 <b>spoke</b> 75:18 253:11,12 <b>spot</b> 164:21 165:8 369:2 <b>square</b> 3:7 192:13 196:21 296:9 334:18 335:3,9 342:7 342:7 366:5 <b>squat</b> 317:19 <b>squeeze</b> 300:1,5 <b>stacks</b> 134:10 <b>staff</b> 267:15 <b>stage</b> 135:4 <b>Stahl</b> 3:14 <b>stamp</b> 84:4 303:11 340:22 <b>stamped</b> 4:10,17 5:11,13,15,17 5:19,21 6:3 <b>stance</b> 356:18 <b>standard</b> 345:12 <b>standards</b> 135:1 <b>stands</b> 299:22 <b>Starr</b> 60:7 62:5 <b>start</b> 307:15 308:12,16 309:1 363:7 <b>started</b> 47:14 48:11 87:17 90:1,9 145:9 174:16 222:17 335:14 <b>starting</b> 85:17 <b>starts</b> 129:18 212:17 225:20 <b>starve</b> 241:12 <b>Starved</b> 241:19	<b>stated</b> 332:5 <b>statement</b> 121:13 256:4 301:4 308:5 309:4 321:22 <b>states</b> 16:7 105:13 129:3 131:13 132:5 175:16 198:7,8 264:9 <b>statistics</b> 338:20 339:6 <b>stay</b> 326:22 <b>stays</b> 155:4 156:9 <b>steady</b> 103:9 <b>steal</b> 198:14 <b>stenotype</b> 371:7 <b>stick</b> 327:15 <b>stints</b> 29:5 <b>stipulation</b> 8:15 8:18 <b>stock</b> 62:18,19 62:22 63:1 <b>stockholder</b> 62:21 <b>stood</b> 255:1 256:6 <b>stop</b> 63:13 223:2 262:12 327:10 <b>stopped</b> 309:14 332:11,18 <b>store</b> 87:5 112:5 113:11 115:1,6 115:20 128:20 <b>stored</b> 145:14 <b>stores</b> 107:9	<b>stroke</b> 166:11 <b>struck</b> 319:14 <b>structure</b> 30:11 44:12 80:6 119:5 162:10 162:19 <b>struggling</b> 318:22 <b>Stuart</b> 36:9 <b>stuck</b> 222:11 <b>studied</b> 55:9 <b>Stueve</b> 2:4,6 4:4 7:16,16 8:14 8:17,21 9:7,9 9:11,14 19:20 20:16 21:1 22:10,13 45:22 65:6 68:4,20 69:8,21 70:15 70:16,22 71:7 72:18 73:13,18 75:16 76:3,7 76:16 79:10 81:3,12,18 82:1 84:9,12 85:15 96:5,8 96:16 101:5	

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

41

227:1 228:6,13	323:3 324:4,8	157:12	168:4,7 273:18	264:1,7,10,18
229:21 230:15	325:9,20 326:7	<b>subsidiaries</b>	310:4,10	265:7,10,15,21
231:13 232:2	327:19 328:22	148:3,4,5,18	311:10,16	266:16,17
232:13 233:1	329:10,20	<b>substantial</b>	312:3 313:8	269:16,19
233:10,12	330:3 333:3	171:17 242:4	318:1 320:21	270:10,15
234:8,17 235:1	334:8 343:2,12	300:19 361:7	<b>summits</b> 169:4	274:5,15,19
235:9,20	343:16,21	<b>subtopic</b> 169:6	<b>Sunny</b> 103:7	275:5,8 276:7
236:12 237:14	344:14 345:21	<b>subtopics</b> 167:4	<b>supermarket</b>	276:8,17 277:1
238:1,14	346:13 347:16	<b>succeed</b> 12:12	108:11 128:12	282:12 283:7
239:13 241:7	348:2,8,13,17	<b>succeeded</b> 12:14	<b>supplied</b> 226:14	283:16 284:11
242:21 243:15	348:21 349:19	180:5	<b>Suppliers</b> 327:4	284:13,14
244:1 245:3,4	351:8,14,18	<b>successful</b> 102:2	<b>supply</b> 102:22	285:1,15 286:8
245:8,16	354:2,5,11	<b>sued</b> 116:5	103:19 109:4	286:12,13,17
246:12 247:2,7	355:11 356:10	173:12,17	169:9 185:9,15	286:18 287:11
248:12 249:6,9	357:5,11	176:22 178:16	186:9 187:2,7	288:21 289:8
250:4,10 252:2	358:17 359:15	184:2 186:10	188:10 189:11	289:13,21
252:10,21	359:16 361:2	<b>sufficient</b>	190:4 191:21	291:6,8,13
253:5,14 254:1	362:8,17,20	210:19 243:16	192:5,7,10,19	293:7 301:13
254:9 255:5,12	363:10 364:11	244:20 361:11	193:2,7 194:8	302:7,9 306:1
255:20 256:5	365:4 369:1	<b>suggested</b> 279:5	194:18 225:14	306:8,15,19,20
258:22 260:3	<b>Stueve's</b> 210:4	281:20 282:4	228:1 229:11	307:15,20
260:19 262:1	238:13	283:10 285:8	229:22 230:1	308:6,12,17
262:12,15	<b>stuff</b> 74:16	290:21,22	232:10,11,14	309:1 310:21
267:8 270:3,20	193:18,21	292:21 341:17	233:11,18	311:17 312:4
271:21 274:12	222:16 253:21	342:14 350:19	234:13 235:4	312:16 314:19
275:3 276:13	263:18 282:22	<b>suggestion</b>	235:12,14	315:10 317:16
277:3,13,22	315:1 338:20	284:20,22	239:9,16 242:8	317:22 320:16
278:7,17 283:1	<b>subject</b> 73:15,17	<b>suggestions</b>	243:1,4,19	320:19 323:12
284:21 285:12	74:6 352:14	53:14 284:7	244:16,17,22	328:11,18
286:4 287:20	<b>subjects</b> 74:4	292:10	245:17 249:1	329:13 330:11
290:5 291:16	75:11	<b>suing</b> 175:17	250:12 253:17	331:20 341:11
291:22 293:1	<b>submit</b> 261:2	177:11 349:12	254:14,16	353:18 354:21
296:12,14	350:6	<b>Suite</b> 2:7,16	255:2,4,8,13	355:4 356:6
301:21 302:17	<b>submitted</b> 58:6	3:15	255:15 256:7	360:5,11,19
303:12,16	58:8	<b>suits</b> 174:20	256:11,12,14	361:11
307:4 309:5,18	<b>subparts</b> 69:6	<b>summary</b> 84:2,4	256:19 257:2,3	<b>supply/demand</b>
313:5,16	73:11	84:14 85:22	257:8,9,14,16	294:14,22
314:10 315:5	<b>subscribe</b>	91:20 99:16	258:11 259:1	295:6,9
316:5,6,18,21	338:22 339:1	204:4,5 210:4	259:11,18,19	<b>support</b> 99:21
317:7 319:13	<b>subscriber</b>	<b>summation</b>	260:10 261:7,8	100:3,11
319:19,22	157:1	84:11	261:15 262:18	<b>supposed</b> 53:16
320:2 322:9,16	<b>subscribes</b>	<b>summit</b> 5:10	263:12,20,22	64:8 231:22

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

42

293:6 <b>Supposedly</b> 64:10 <b>sure</b> 8:17 12:13 14:5 20:16 21:22 22:14 33:16,18,19,20 34:10 49:7,15 50:13 51:3,18 55:8 59:7,15 62:6 70:11 73:22 75:6,18 78:13 91:22 96:19 97:3 99:4 125:22 127:7,8 146:1 149:20,21 151:17 156:1 159:14 160:22 161:14,22 184:6 190:12 191:18 192:16 210:9 220:10 220:16 221:1 222:11,18 227:17,18 254:20 278:9 281:3 306:22 307:18 311:20 314:15 317:6 319:21 335:16 337:2 348:17 355:14 357:2 357:10 360:14 366:3,16 <b>surely</b> 270:4 <b>surplus</b> 237:8,9 290:7,18 346:21 <b>surprise</b> 97:11 97:14 313:9,21 320:5 321:10	322:1 323:6 <b>surprised</b> 120:8 <b>survey</b> 164:22 <b>suspected</b> 186:4 <b>suspicion</b> 187:12,14,17 <b>suspicious</b> 186:7 187:22 <b>suspicious</b> 186:22 187:3,5 188:2,5 189:3 353:11 <b>switch</b> 178:16 258:7 <b>sworn</b> 8:12 293:4 371:5 <b>symbol</b> 360:7 <b>system</b> 112:19 116:13 117:12 119:6 143:3 <b>systems</b> 119:5  <b>T</b> <b>T-Y</b> 26:6 <b>table</b> 121:16 <b>tabled</b> 268:13 268:15 <b>tag</b> 83:4,7 <b>take</b> 10:19 11:16 11:16 13:18 16:1 18:14 22:21 81:1,3 89:5,8 93:2 144:7 200:12 223:16 241:10 241:15 249:15 250:17 259:6 261:12 266:11 361:17 <b>taken</b> 7:4 9:18 59:5 81:8 142:17,19	165:15 223:20 262:11 278:13 322:13 368:17 371:3,6,13 <b>takes</b> 58:4,20 60:2,15 89:10 89:10 92:1 <b>talk</b> 77:8 110:15 262:2 274:16 310:9 <b>talked</b> 148:1 306:14 315:1 320:8 338:9 <b>talking</b> 9:1 10:3 17:6,7 37:6 43:18 44:9 61:13 70:21 80:5 92:2 94:19 96:4,6 110:16,21 115:7 116:4 127:11 149:1 169:14 214:9 262:7,22 263:1 268:18 274:4 309:3 312:7,8 312:12 315:3 321:1,5,20 329:12 335:3,4 355:22 <b>tall</b> 133:1 <b>tank</b> 92:8,13,14 92:15 <b>tape</b> 81:10 166:4 278:8,15 <b>target</b> 115:11 <b>targets</b> 115:11 <b>task</b> 294:13,21 <b>tax</b> 60:19 155:8 <b>team</b> 23:14,20 24:1,4,10,15 25:11,14,20	26:17 100:17 101:2,10 <b>technical</b> 104:14 <b>technicians</b> 116:17 <b>teens</b> 110:11 <b>Telephone</b> 40:1 <b>tell</b> 40:11 64:12 102:17 121:4 125:9 132:21 135:15,21 147:7,11 149:22 232:19 306:12 <b>telling</b> 24:12 233:2 236:16 239:21 290:9 <b>ten</b> 49:4 143:10 257:5 <b>term</b> 197:22 264:6 341:14 <b>terms</b> 200:14 238:4 <b>territory</b> 123:16 <b>terrorist</b> 140:2 <b>testified</b> 8:12 21:13 255:2 293:10 326:9 <b>testify</b> 11:11,22 65:12,17 67:21 68:6 71:14 72:22 73:4,15 73:16 74:1,15 74:20 75:7,15 79:2,14 80:1 80:14 168:10 168:14,17 170:7 <b>testifying</b> 357:20 <b>testimony</b> 10:16 11:10,13 71:10	76:18 140:7 142:13 161:9 164:3 174:1 184:9 200:7 201:14 202:2 257:20 280:15 293:5,8 359:2 370:5,6 371:4 371:6,9 <b>Thank</b> 9:8 20:22 124:20 166:9 182:19 203:18 260:15 322:10 351:17 <b>Thanks</b> 273:22 367:8 <b>Thanksgiving</b> 64:6 <b>thing</b> 10:8 41:10 69:13 133:1,4 144:9 187:4 188:3 191:16 253:10 263:15 268:14 290:12 296:10 305:17 319:12 338:18 357:4 <b>things</b> 135:13 162:6 186:14 186:21 220:3 222:12,15 230:11 237:2 239:19 242:17 274:16 285:10 353:12 355:10 <b>think</b> 27:1,12 31:17 35:20 36:4 37:1 46:9 48:16 50:11 52:16 60:13,19 61:20 62:13 67:15 68:19,20
---	--	---	---	--

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

43

68:22 78:18	161:16,18	103:5 106:16	<b>today</b> 9:14	211:22 275:19
108:21 111:16	206:18 222:8	106:22 107:17	11:13 15:20	<b>topic</b> 68:7 71:11
122:4,5 128:3	267:16 272:22	107:18,19	16:13 33:21	71:12,15 73:2
137:11,22	304:5,21	111:16 115:9	45:11 57:16	77:4 78:22
143:3 144:20	305:19 351:10	120:19 130:7	70:3 72:9,20	79:14 80:2,6
146:2,19	<b>third-party</b>	141:4 144:2,13	73:3,22 74:10	80:13 167:1,11
148:12 150:6	339:21 340:1	156:3 163:13	85:18 88:4	168:15,17
154:8 155:22	356:9	172:7 176:5	97:6 105:12	169:12 170:3
157:8 161:5	<b>thought</b> 22:8	191:12 192:1	107:7,10	<b>topics</b> 12:1
167:9 173:15	85:7 96:17,21	193:3 197:4	109:10,19	65:13 67:13,16
174:11 184:3	222:13 232:4	221:20 223:1	110:7,8 113:3	67:20 69:8
186:11 208:10	259:13 261:22	224:22 229:16	113:10 116:15	73:7,12,21
210:2,5 215:2	305:15 355:3	229:20 235:19	116:21 118:4	75:5 76:19
219:18 222:3	356:4	237:19 245:2	119:2,10,19	77:10 80:9,11
225:2 236:10	<b>thousand</b>	245:17 251:5	133:10 170:8	80:16,19
238:11 263:14	129:22 237:5	252:20 278:4	182:12 203:3	<b>total</b> 91:17
265:16 267:4	257:5	283:21 292:16	212:10 221:22	113:10 118:2
268:15 271:18	<b>three</b> 16:13,18	292:22 293:6	267:7 293:11	126:16 163:10
272:7 274:9	25:10 28:4	298:18 299:4	338:14 358:6	<b>totally</b> 69:4
280:22 297:22	34:2 37:8,9,20	303:17 322:9	360:4 364:15	190:20 231:17
298:2,4 310:2	93:9,20 94:7	331:4,10,11	<b>Today's</b> 7:9	289:8 343:14
310:18 312:6,8	106:3,6 160:21	333:13 334:2,7	<b>told</b> 72:11	<b>tough</b> 194:15
314:20 315:2	175:14,16	335:13,14,16	200:17 220:7	<b>tour</b> 48:5 50:19
317:5 319:16	182:21 184:2	338:5,10	238:12 323:21	<b>tower</b> 150:13
322:20 323:14	186:10 217:4	347:13 354:10	324:13,15	<b>track</b> 227:19
328:10 334:6	218:8,11 231:8	355:3,7,8	359:6	363:7
334:18 338:7	240:10 247:12	356:19	<b>tolerance</b> 136:8	<b>train</b> 261:22
339:2,11,18	332:16 341:2	<b>timeframe</b>	137:8 138:11	<b>trained</b> 136:6
340:5 341:16	<b>throw</b> 124:20	96:11 101:11	<b>tomorrow</b>	<b>training</b> 136:5
347:22 349:4,7	182:5 349:16	<b>times</b> 9:19 41:10	210:22	136:19 137:3
350:16 352:20	<b>throws</b> 286:1	44:16 51:4,6	<b>tonight</b> 210:22	138:9
353:9,13,13	<b>tidied</b> 166:21	186:10 199:8	<b>Tony</b> 24:16	<b>transcript</b>
354:15,15	<b>tidying</b> 166:7	219:1 233:3	27:15,16,18,19	232:15
355:9,20,20	<b>tied</b> 143:20	252:14 254:21	32:17 39:16	<b>transcription</b>
357:3 361:19	<b>time</b> 7:10 9:14	262:6 332:3,16	43:10,13 46:4	370:6
362:6 364:16	15:9 23:3	332:17	53:7,18 57:1	<b>transfer</b> 153:5
365:7,8 366:2	30:19 31:19	<b>tired</b> 319:17	61:8 205:12	<b>transformers</b>
369:1	43:7 45:3	<b>title</b> 13:5,7 15:8	<b>tool</b> 301:12	139:5 181:4
<b>thinking</b> 291:21	51:18 64:3,4	26:7 50:12,16	<b>top</b> 84:8 85:3,12	<b>transport</b> 88:4
<b>third</b> 17:3	65:15 88:20	52:10 61:21	106:1,8 117:14	148:12 152:22
121:10 129:18	97:9 100:18,22	62:3 101:10	129:18 133:13	<b>transportation</b>
158:17 161:10	101:3 102:13	205:8,10 249:7	158:1 181:17	43:16 44:6

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

44

87:20,21 88:1	<b>try</b> 22:15 112:21	35:3 57:2 58:5	224:22 229:10	243:1 265:14
105:1 113:2,22	115:11 328:11	<b>type</b> 34:22 47:22	235:11 239:6,7	331:21
114:4 115:3	363:2	55:10 143:4	239:19 242:4	<b>UEPRIV</b> 5:20
116:13,14	<b>trying</b> 69:3,22	148:15 288:10	242:10,15	348:5
117:1,8 153:1	70:16,17 74:9	339:16 350:2	244:20 255:3	<b>Uh-huh</b> 46:13
<b>tremendous</b>	198:14 228:11	<b>types</b> 9:3 230:7	257:15 258:20	98:3 129:12
115:4	228:11,16,17	236:17 327:4	259:17 264:2	134:6 135:6
<b>trial</b> 10:19 11:11	238:11 295:12	<b>typewriting</b>	271:4 272:10	160:9,14
11:13 179:12	317:17 318:6	371:8	276:17 279:5	225:19 250:1
179:13,18	318:22 319:10	<b>typically</b> 157:15	279:14 289:19	308:18
<b>Triangle</b> 63:22	322:6 328:17	<b>Tyson</b> 150:4	292:4 293:13	<b>ultimately</b> 179:8
<b>tricky</b> 10:1	329:12 334:19	<b>Tyson's</b> 150:9	294:12,21	180:5
<b>tried</b> 102:7	357:4 365:12		296:7,9,16	<b>unanimously</b>
112:5 231:4	365:20	<b>U</b>	297:16 298:13	294:5
<b>Trillion</b> 159:8	<b>turn</b> 57:18 80:8	<b>UE</b> 247:2	298:15 303:18	<b>undercover</b>
<b>trip</b> 153:17	83:10,12 105:2	309:22	304:3 313:10	142:20
<b>trouble</b> 363:16	131:3 159:17	<b>UEP</b> 7:22 167:3	313:22 315:17	<b>underline</b>
<b>truck</b> 115:9	167:1 212:13	167:11,13,16	315:22 316:1	282:18
153:16,22	217:3 219:7	167:20 168:1	316:10 320:5	<b>underlying</b> 83:9
<b>trucking</b> 115:2	248:18 348:9	175:2,2,19	321:11 322:2	<b>underneath</b>
115:4	<b>TV</b> 143:8 144:1	176:9 177:8,19	323:6 324:17	28:5 101:13
<b>truckloads</b>	<b>TWENTY-NI...</b>	180:12,13,16	325:8,13,14,16	130:4 148:18
111:22	1:3	180:18,22	326:10,12	<b>understand</b>
<b>trucks</b> 87:2	<b>twice</b> 240:9	181:1,10,14,18	327:14 331:22	10:15,20 11:1
114:5,10,20	332:16	184:10,17,18	334:2,3,16	11:12,20 14:5
116:16 139:7	<b>twist</b> 228:12	184:19 185:14	338:11 342:17	15:19 16:5
181:6 237:4	<b>twisted</b> 200:2	186:22,22	343:3 344:1	20:20 22:15
<b>true</b> 16:21 17:2	<b>two</b> 3:7 16:15,18	189:6,7,9	345:2,5,6,14	68:5 69:3
52:4 58:14	17:19 29:4	190:10 191:10	346:6 348:10	70:19 76:17
71:22 72:3	33:22 37:6,13	192:18,18,21	349:12 350:5	77:22 166:19
73:7 94:7	56:2 78:16	193:10,11,21	352:14 356:1	174:1,2 186:15
102:13 109:18	90:22 94:11	193:22 194:1,4	357:13,20	201:15 218:20
109:19 113:14	130:5 132:19	194:7,7,18,18	359:4,11,20	228:11,17
119:1,2,10,19	142:3 151:11	195:18 198:1	360:7 362:10	254:22 256:10
133:20 134:1	151:12 160:7	198:18 200:8	362:12,22	258:4 289:6
203:3 370:5	168:8 171:8	200:10 201:2	363:1,20,22	292:15 298:6
371:9	237:1 240:11	202:20 206:4	365:21 366:9	307:20 313:13
<b>truly</b> 300:9	242:17 247:12	212:15,18	366:12	316:22 317:1
<b>trust</b> 181:16	258:17 319:2	213:5 215:7	<b>UEP's</b> 173:19	345:4 361:6
182:4 349:15	332:16 346:15	216:2 218:1	176:21 185:6	<b>understanding</b>
<b>trusted</b> 181:17	355:9	220:1,6,13	203:21 226:3	79:13,22 80:7
181:20	<b>Ty</b> 26:2,6 29:10	222:5 223:2	227:21 238:22	80:14 160:12

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

45

167:6 171:16	<b>upper</b> 341:7	317:22	135:17 231:11	<b>viewed</b> 197:2
176:3 177:4	<b>upset</b> 238:6	<b>valve</b> 258:9	<b>vertical</b> 86:15	307:10 340:14
190:6 248:5,14	<b>URL</b> 365:5	<b>VANESSA</b> 3:13	86:18 88:2,11	340:15
291:14 296:7	<b>USDA</b> 89:10	<b>variation</b> 133:22	100:6,12	<b>violating</b> 136:8
320:8 324:6	286:20	<b>varies</b> 92:18	104:11,16,20	137:8 138:11
325:7 359:5	<b>use</b> 11:12 93:4	125:17	104:21	139:18
<b>understands</b>	114:6 128:17	<b>various</b> 27:13	<b>vertically</b> 87:8	<b>virtually</b> 107:16
69:9 70:18	143:2,4 164:8	32:11 34:12	105:7	<b>visit</b> 51:1
<b>understood</b> 11:7	302:15 308:22	41:13 43:8	<b>vice</b> 61:10	<b>visited</b> 120:19
185:13 197:11	309:13 350:19	49:18 50:19	<b>vice-president</b>	<b>voice</b> 185:6
198:17 253:19	365:5	51:2 62:10	25:18 61:17,21	<b>voiced</b> 252:14
255:13 261:4	<b>USEM</b> 7:22	92:2 111:15	<b>Victor</b> 25:6	<b>Voices</b> 5:3 224:8
266:15,19	194:7,18	122:19,21	28:13 29:3	230:2 238:16
301:1 316:8	195:18 197:12	143:22 148:2,4	32:21 40:22	239:5 264:21
355:19	198:1,9,18	148:5,6 149:3	41:6,7,16	265:14 356:1
<b>Union</b> 109:15	200:8,10 201:2	160:19 161:12	43:10 46:4	<b>volume</b> 115:14
<b>unionized</b> 151:2	201:3,4 202:4	162:4 173:16	61:13	193:8 229:16
<b>United</b> 1:9 3:2	209:5,7 210:5	173:16 202:22	<b>video</b> 142:12,13	360:10,20
5:3,5 7:6 16:6	213:11 220:6	203:11 222:10	142:18 143:7	361:1,6,11,20
170:15 171:2	221:2,2,15,18	230:11,12	143:16 144:8	362:4,5
171:18 172:1	221:21 222:5	239:22 249:11	146:13	<b>volumes</b> 229:7
172:15,19	223:3 303:19	<b>vary</b> 122:14	<b>videographer</b>	318:21
173:5,11 174:3	330:15,21	<b>vast</b> 313:9,21	7:2 10:3 81:5,9	<b>voluntary</b> 185:9
174:4,12 175:7	331:3	320:5 321:11	165:11 166:3	192:13,21
175:11 176:14	<b>uses</b> 197:21	322:1	166:17 223:18	229:10 232:11
176:15,17	<b>utilize</b> 153:4	<b>vegetarian</b>	223:21 278:10	235:15 258:21
183:18 198:7,8	302:8 340:3	122:8,18	278:14 322:11	261:1 264:2
200:19 202:14	<b>utilized</b> 82:20	<b>vendors</b> 114:7	322:14 369:5	274:11,13
224:7,15,17	82:22 150:16	326:21 327:2	<b>videos</b> 142:20	282:21 350:2,3
230:2,6 231:7	150:17 301:14	<b>verbalize</b> 10:9	145:13,22	<b>vote</b> 233:8,9
238:16 239:5	340:5	<b>verbatim</b> 74:19	146:4	251:7 280:3
240:21 246:16	<b>utilizing</b> 303:4	<b>verdict</b> 179:15	<b>videotape</b> 7:3	294:9 368:17
264:21 265:14		179:16,21,22	11:19 81:6	<b>voted</b> 142:6
305:20,22	<b>V</b>	<b>verification</b>	144:16 145:4	227:5,11,13,16
310:5,9 311:1	<b>vacancies</b>	350:3	165:12 278:11	227:20 229:18
311:18 312:4	169:20	<b>verified</b> 127:15	<b>videotaped</b> 7:3	238:9 245:21
315:3 345:4	<b>Vaguely</b> 207:4	211:16 212:8	9:21 144:12	251:2,3,3,8,8
356:1	345:1	<b>verifying</b> 127:3	<b>videotapes</b>	251:10,14,15
<b>units</b> 160:19	<b>Valley</b> 95:5	<b>Vernon</b> 122:1	141:22 142:1	251:18,21
<b>university</b> 338:2	159:11 298:3	122:15	<b>videotaping</b>	252:1,9 260:6
<b>untrusting</b>	305:12	<b>version</b> 212:5	145:8	260:7 266:6
183:17	<b>value</b> 105:3	<b>versus</b> 7:6 110:2	<b>view</b> 307:6	269:13 276:18



## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

46

276:20 280:4,6 280:9,11,16 281:3,10,11 293:7,9 294:8 368:13 <b>voting</b> 257:16 <b>VPs</b> 61:16,19 62:10  <b>W</b> <b>W-e-s-n-e-r</b> 24:20 <b>Wabash</b> 95:5 298:3 305:12 <b>wait</b> 268:14,21 334:10,16 <b>waived</b> 309:7 <b>Wal-Mart</b> 107:21,22 113:20 129:1,2 357:21 358:21 359:3 <b>Waldo</b> 5:7 302:21 <b>walked</b> 338:14 <b>wall</b> 244:8 314:21 <b>want</b> 20:16,17 68:3,19 69:10 70:14,22 75:17 81:1,19 108:19 121:7 171:11 183:13 184:5 204:5 207:18 209:19 213:2 214:6 223:16 233:7,14 237:7 238:8 249:20 250:2,4 262:1 262:3 309:9 366:7 <b>wanted</b> 43:2	144:18 151:5,6 192:15 222:10 222:18 232:12 236:22 237:1 240:16 250:7 258:16,17 318:13 <b>wants</b> 82:16 <b>war</b> 198:6 <b>warehouse</b> 112:11,16,19 113:8 115:19 <b>warehouses</b> 114:12 153:5 <b>warning</b> 18:22 19:1,5,12,16 20:3,6 21:3,11 21:14,20 22:2 22:7,19 23:18 140:4 <b>wash</b> 41:13,14 <b>Washington</b> 1:13,19 2:17 66:16 <b>wasn't</b> 19:19 51:19 83:19 88:19 144:11 180:20 181:8 181:10 197:7 201:10,21 270:18 290:3 300:6 305:3,5 355:17 <b>watched</b> 142:3 <b>water</b> 139:6 143:3 181:7 <b>way</b> 43:11 71:19 75:6 79:20 180:15 187:6 196:2 199:20 200:3 225:21 238:18 252:9	267:11 269:14 276:11 277:21 281:5 284:4 294:19 299:17 300:11 326:14 <b>ways</b> 114:21 162:5 299:3 <b>we'll</b> 11:16,17 11:18 171:14 190:20 197:20 211:5 216:10 262:4 288:15 336:2 358:18 369:3 <b>we're</b> 9:1 16:12 17:7 61:13 95:15 110:9,21 123:17,20 127:9 161:17 166:16 193:5 214:1,8 222:8 237:18 262:3 265:18 358:18 <b>we've</b> 7:19 46:11,14 68:20 80:5 87:15 92:21 97:8 98:19 112:9 140:1 149:1 166:18 203:20 209:3 212:21 213:8,18 223:13 262:16 263:12 264:17 269:16 323:11 329:3,13 333:17 341:14 355:16 <b>weatherman</b> 338:4 <b>website</b> 4:12,13 120:9,17	130:22 135:20 137:17 138:10 364:19 365:3 <b>Wednesday</b> 1:16 <b>week</b> 66:18,21 77:6,12 107:9 163:15,16 243:10 318:11 318:12 319:2 <b>weekly</b> 53:10 91:13,14,16 163:12 <b>weeks</b> 226:5,16 230:3 233:17 234:10 235:3 235:13 239:2 240:3,8,9,13 240:17,21 241:11,21 242:5 243:2,17 244:18 250:15 250:16 259:4,5 261:11,12 266:9,10 268:5 269:6 275:22 282:6 283:4,13 293:22 294:1 352:6 <b>welfare</b> 134:16 135:2,8,12,15 135:21 139:10 142:8 187:6 188:9 190:3,9 192:12 196:21 204:16 206:9 207:6 208:5 212:18 213:19 214:14,20 220:12 272:9 299:14,14,15 299:17,18	300:3,6,8,10 342:18 346:6 350:20 352:12 352:15,21 353:10 360:6 366:10 367:4 367:11,13 <b>wells</b> 139:6 <b>went</b> 90:3 107:13,22 108:10 144:1 145:1 147:11 180:4 192:14 200:18 242:16 247:20 338:8 <b>weren't</b> 142:2 220:8 263:22 274:18 326:21 <b>Wesner</b> 24:16 24:20 27:15,19 32:17 39:16 46:4 53:7 57:1 61:8 205:12 <b>Wesner's</b> 43:13 <b>West</b> 178:3 349:4 <b>wheels</b> 115:10 <b>When's</b> 64:4 120:19 163:13 333:13 338:5 <b>white</b> 19:9,11 34:18 89:6 94:5 121:16 <b>WHITNEY</b> 3:5 <b>Whittington</b> 26:19,20 27:7 29:19 38:7 61:20 <b>wholesale</b> 1:5 7:5 108:2 122:10 <b>Wicker</b> 268:1
--	--	--	---	--

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

47

269:2	202:9 223:5	358:15 362:16	<b>written</b> 57:17	367:1 369:1
<b>wide</b> 121:8	225:7 228:4,10	363:6 371:4,6	191:14	<b>year</b> 17:19 18:5
342:3	229:2 231:4,22	371:10	<b>wrong</b> 268:14	49:15 51:2,6
<b>widespread</b>	232:7,17,19	<b>wondered</b>	338:4	63:15 65:1
338:18	233:3,14 234:3	307:10	<b>wrote</b> 289:5,16	91:20 96:7,10
<b>wife</b> 317:18	234:16,21	<b>wondering</b>	315:15 353:22	99:5 108:4
<b>willing</b> 108:17	235:7 236:6,10	307:5	365:17	124:4 150:18
113:18 316:11	237:16,20	<b>woods</b> 275:1	<b>Wyandotte</b> 1:2	150:19 164:15
<b>Wilson</b> 303:1,7	238:1 239:11	<b>word</b> 136:20	7:8	164:22 165:1
306:6,7 310:9	241:4 242:13	268:12	<hr/> <b>X</b> <hr/>	192:16 204:8
311:16 312:3	243:6,21	<b>words</b> 200:2	<b>X</b> 193:1,2	206:3,18
315:10 318:1	245:14 247:5	233:6 238:5	243:10 244:6	214:17 217:13
320:20	248:10 250:9	242:15 264:10	<hr/> <b>Y</b> <hr/>	217:15 229:8
<b>Winnimac</b> 34:4	251:22 252:3,8	264:14,14		229:16 347:5
<b>Winterset</b> 36:9	253:3 254:6,19	<b>work</b> 49:20	<b>yeah</b> 28:1 37:17	<b>year's</b> 97:9
36:13	255:11,18	60:19 116:17	44:10 48:6,13	<b>years</b> 12:11
<b>withdraw</b>	256:3 257:21	116:20 273:12	49:14 50:15,17	14:19 17:13,16
304:18,20	260:1,17	292:13,13	50:21 55:7	18:9 27:21,22
<b>withdrew</b>	261:19 262:5	<b>worked</b> 175:3	57:11 59:19	28:22 29:2,4,7
304:13,17	269:22 270:18	205:9 208:18	62:6 96:9 97:4	29:9,11,13,15
<b>witness</b> 4:2 8:11	271:20 274:9	<b>working</b> 55:11	97:10 98:16	29:17,17,20
19:19 20:21	274:22 276:11	63:13 112:9	100:1,20	44:14 47:6
22:11 68:2	277:5,15,19	143:21 317:10	101:12 103:14	48:9,12 49:22
69:15 70:15,17	282:15 284:20	320:12 321:15	105:20 110:7	50:22 52:5
71:1 72:15	285:7,18,22	<b>works</b> 34:11	111:3 113:16	57:5,7 59:8
76:12 79:8	287:15 290:2	55:9,14 59:1	114:16 129:20	64:10 65:2
84:10 85:7,13	291:20 292:7	205:16 290:13	147:6 156:7	78:11,19,21
96:6 120:11	301:20 303:15	<b>world</b> 63:18	159:17,22	92:22 108:4
138:2 139:1	307:2 312:21	64:11 103:16	161:6 170:6	112:8 118:5
141:21 160:4	313:3 314:9,15	142:9 257:1	172:16 177:2	122:5,5,6
162:15 169:15	314:18 316:16	<b>worlds</b> 258:17	179:6 181:2	124:5 138:17
171:4 174:11	316:20 317:5	<b>worried</b> 351:3	182:15 185:12	139:8,9,18
185:19 186:2	318:4 319:17	<b>wouldn't</b> 182:4	207:21 209:6	142:4 143:11
187:19 188:13	325:6 326:6	242:19 244:2	213:7 215:6	150:15 155:22
188:19,22	328:21 329:8	298:21	224:9 263:3,5	157:11 167:16
189:17,21	329:18 334:6	<b>Wright</b> 1:18	265:5 270:22	172:16,18,22
191:5 192:4	343:1,20	2:14 8:2,6	275:6,16 276:5	177:20 182:1
194:3,11 195:2	344:12 346:11	305:20	279:10 291:2	185:8 205:19
195:12 196:1,9	347:8,12,22	<b>write</b> 253:3	297:21 301:16	209:2,18
197:17 198:5	348:19 351:5	321:13	303:2,12 312:6	218:22 221:7
199:1,12,19	354:9 355:2	<b>writing</b> 50:4	335:2 341:9	221:10 256:22
200:12 201:9	357:2,10	53:19	352:9 361:13	292:3 297:4

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

48

339:10 343:4 347:1 <b>Yep</b> 204:4 267:17 272:2 352:16 <b>yesterday</b> 66:3,5 66:8,12,21 67:1 77:6 82:8 <b>yolk</b> 89:6 92:6 94:5,6 <b>York</b> 50:21 <b>younger</b> 49:13 <b>youngest</b> 49:14	<b>06</b> 209:3,5,19 217:11 219:16 221:8,14 <b>07</b> 219:20 <b>08</b> 219:20 <b>0804935</b> 309:22 <b>09</b> 219:20 328:4	275:19 346:5 <b>108</b> 250:16 259:5 261:12 266:10 366:21 <b>10CV2171</b> 1:8 <b>11</b> 5:4 72:19 73:2,4 158:1 246:16 <b>110</b> 368:3 <b>1100</b> 3:15 <b>111</b> 278:19 282:2 <b>1110</b> 2:16 <b>117</b> 281:1,14 <b>119</b> 4:12 <b>12</b> 73:8 74:13 122:5 160:13 <b>12:24</b> 165:13,14 <b>120</b> 240:8 335:21 <b>1200540</b> 303:12 <b>124</b> 196:21 <b>128</b> 216:17 217:1 <b>13</b> 73:8 75:5 364:21 <b>130</b> 4:13 <b>131</b> 4:14 <b>134</b> 268:20 <b>139</b> 271:3 <b>14</b> 73:8 371:18 <b>140</b> 74:19 240:9 <b>144</b> 73:11 75:10 <b>146</b> 4:15 <b>15</b> 17:9 29:17 52:5 73:8 75:13 105:12 110:11 111:6 122:6 150:15 342:5 346:7 <b>153</b> 248:18 249:7	<b>155</b> 247:3 <b>156</b> 4:16 <b>16</b> 17:9 73:8 75:13 80:9 133:21 <b>166</b> 4:5 <b>17</b> 73:8 80:11 131:13 132:4 <b>170</b> 293:2 <b>171</b> 340:21 344:9 <b>18</b> 73:8 <b>182</b> 4:17 <b>19</b> 73:8 80:13 <b>1900</b> 1:18 2:15 <b>19103-2799</b> 3:9 <b>1930s</b> 130:4 <b>1934</b> 85:18,20 <b>1956</b> 13:17 <b>1970</b> 86:14 <b>1970s</b> 88:12 <b>1980s</b> 174:6 175:8,13 <b>1986</b> 88:21 90:14 <b>1992</b> 86:8 <b>1993</b> 152:4 <b>1999</b> 84:21 342:14 346:2 <b>1st</b> 239:2 240:22 242:6	<b>2.5</b> 99:9 <b>2:24</b> 223:19 <b>2:30</b> 223:22 <b>20</b> 14:19 29:13 29:17,20 44:14 49:22 73:8 78:11,19 110:11 111:6 112:8 113:9 155:22 167:1 267:10 339:10 342:5 347:1 <b>200</b> 2:7 <b>2000</b> 16:22 17:4 44:13 215:17 346:7 <b>20006</b> 2:17 <b>2001</b> 348:11 <b>2002</b> 170:16,17 171:22 172:15 180:16 202:14 202:21 203:7 204:8 205:8 212:19 213:5 215:8 216:3 222:3 224:21 225:2,4,5 226:11 230:2 245:18 263:21 264:18 265:5,6 323:17 333:18 338:12,16 352:2,5 355:22 358:21 359:2 359:10,20 366:22 <b>2003</b> 206:2 <b>2004</b> 5:4 124:6 125:2 206:18 246:16 250:18 253:15 259:7 261:14 265:19
<b>Z</b> <b>zero</b> 136:7 137:7 138:11 <b>zeros</b> 97:1	<b>1</b> <b>1</b> 65:1 68:7 78:22 80:6 81:6 147:10 164:20 226:5 226:16 230:4 233:17 234:11 235:3,13 240:13 241:22 243:3,18 244:19 250:18 259:7 261:14 266:12 268:4 269:5,5 278:20 341:21 <b>1:28</b> 166:2,5 <b>10</b> 17:13,16 29:11,15 48:9 52:5 72:4 78:21 96:12 108:4 122:5 124:5 143:11 150:15 177:20 232:15 241:11 241:16 258:8 287:17 <b>10-CV-2171</b> 7:7 <b>10:41</b> 81:7 <b>10:55</b> 81:11 <b>100</b> 55:8 107:9 152:20 177:2 299:13 361:15 <b>103</b> 275:9,13,15 <b>104</b> 69:7 275:9	<b>2</b> <b>2</b> 68:9 79:12,14 81:10 104:20 147:10 162:13 164:11,13,15 165:4,12 241:11 341:21 352:6 <b>2-pound</b> 94:15 318:17		
<b>0</b> <b>000075</b> 5:20 348:5 <b>0004571</b> 5:16 330:4 <b>0004654</b> 5:12 322:22 <b>0006481</b> 5:14 327:21 <b>0044348</b> 6:4 364:13 <b>0067468</b> 5:22 351:15 <b>0067634</b> 4:18 182:18 <b>0071497</b> 5:18 333:5 <b>04</b> 97:21 98:4 <b>05</b> 95:11 98:10 99:2 105:19 107:14 109:18 109:19 111:5 119:1 208:15 208:21				

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

49

266:12 267:10	<b>204</b> 265:3	341:6,8,21	342:2 344:8,18	81:21 82:3
267:19 268:4	<b>21</b> 73:8	343:4	346:1	124:17
269:5	<b>211</b> 4:21	<b>3:29</b> 278:11	<b>4:26</b> 322:12	<b>519</b> 4:12 5:18
<b>2005</b> 18:9 83:5	<b>215</b> 3:10 266:22	<b>3:35</b> 278:16	<b>4:35</b> 322:15	119:22 120:4,5
83:15,20 85:18	267:7	<b>30</b> 27:21,22 29:4	<b>40</b> 337:10	131:4,5,7
96:4,7 98:18	<b>22</b> 16:2,3 17:8	29:7 73:9	<b>400</b> 239:17	134:15 137:13
99:6 101:6,7	73:8 105:13,18	155:22 258:8	<b>401(k)</b> 60:20	333:6
101:11 109:8	132:12,14	335:12,19	<b>41</b> 303:13	<b>520</b> 4:13 130:10
207:19 268:4	158:19 160:15	336:12 337:9	<b>45</b> 197:4 299:22	130:13,14
269:5 271:5	163:18,20	<b>30-pound</b> 94:14	366:6	131:9
272:4 273:11	164:8 336:17	318:18	<b>4572</b> 5:16 330:5	<b>521</b> 4:14 131:22
274:1 278:20	337:7	<b>30(b)(6)</b> 68:22	<b>458</b> 340:22	132:1
<b>2006</b> 210:6	<b>224</b> 3:15 5:3	<b>3000</b> 3:7	341:2 344:15	<b>522</b> 4:15 146:21
213:3,12,18	<b>23</b> 16:2,3 17:8	<b>302</b> 5:7	<b>46</b> 52:9	147:3
214:4,17,18	73:8	<b>309</b> 5:9	<b>460</b> 2:7	<b>523</b> 4:16 156:15
215:9,12,15,18	<b>24</b> 15:20 73:9	<b>31</b> 73:9 158:5	<b>469</b> 5:22 351:16	156:19
216:6,12	132:11,14,14	293:14	<b>48</b> 342:7,7 366:6	<b>524</b> 4:17 182:7
217:13,15,22	163:21 164:10	<b>312</b> 3:17	<b>48000-pound</b>	182:11
293:14 303:14	348:11	<b>316</b> 184:13,15	92:15	<b>525</b> 4:19 203:13
322:18	<b>24-inch</b> 335:22	<b>319</b> 202:13,18	<b>4th</b> 330:6	203:17 212:22
<b>2007</b> 210:5	<b>24,600,000</b>	<b>32</b> 73:9 110:4,21	<b>5</b>	213:9,21 214:2
310:9 322:18	158:5,14	163:6		214:4,12,16
<b>2008</b> 205:21	<b>24.6</b> 164:22	<b>323</b> 5:11	<b>5</b> 1:14,16 7:9	215:15,18
216:3 322:18	<b>246</b> 5:4	<b>327</b> 5:13	28:22 57:5,7	217:10,13,21
364:21	<b>25</b> 29:2,4,9 47:6	<b>329152</b> 247:2	68:15 69:1	219:15
<b>2009</b> 322:18	73:9 96:13	<b>33</b> 73:9	113:13 122:4	<b>526</b> 4:21 211:4,7
<b>2010</b> 219:20	99:21 100:2	<b>330</b> 5:15	205:19 212:14	214:2 215:5
323:7	113:10 185:8	<b>333</b> 5:17	268:6 269:7	216:1
<b>2011</b> 17:20	271:5 335:12	<b>33885</b> 4:10 82:5	270:5,9 276:2	<b>527</b> 5:3 224:3,4
18:14 23:16	335:19 336:12	<b>34</b> 69:8 73:9	282:7 283:6,15	238:17 265:4
30:9 44:18	<b>26</b> 73:9	75:5	286:6,11	<b>528</b> 5:4 246:10
45:8 147:12	<b>27</b> 73:9 183:7	<b>348</b> 5:19	287:10 288:2	246:14 254:15
219:20 330:6	<b>28</b> 73:9 303:13	<b>351</b> 5:21	346:14 368:6	261:9,9 262:16
<b>2012</b> 165:4,6	<b>29</b> 73:9 366:22	<b>364</b> 6:3	<b>5-pound</b> 318:16	265:19
219:20	<b>29th</b> 7:8	<b>3887</b> 100:16	<b>5:25</b> 369:6,7	<b>529</b> 5:7 81:14
<b>2013</b> 158:5	<b>3</b>	<b>4</b>	<b>50</b> 18:9 52:11	124:13,18
219:20			361:15 368:3	267:2 302:12
<b>2014</b> 1:14,16	<b>3</b> 65:2 68:11	<b>4</b> 57:5,7 68:13	<b>500</b> 130:6	302:13,19
7:10 158:2,20	79:19 80:2,4,4	69:1 98:11	<b>517</b> 4:8 65:4,8	<b>530</b> 5:9 309:16
<b>2015</b> 371:18	132:9,10,16,19	268:5 269:6	67:12 80:9	309:20
<b>202</b> 2:18	163:3 166:4	275:22 278:15	81:15,16 167:1	<b>531</b> 5:11 322:22
<b>203</b> 4:19	248:15 278:11	282:6 283:4,13	<b>518</b> 4:10 81:20	323:1

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com

## HIGHLY CONFIDENTIAL

Rust, Marcus

March 5, 2014

50

<b>532</b> 5:13 327:17 327:21	<b>635</b> 182:21	<b>9:25</b> 1:17 7:10		
<b>533</b> 5:15 329:22 330:1	<b>64112</b> 2:8	<b>90s</b> 181:9		
<b>534</b> 5:17 333:1,5 333:8	<b>65</b> 4:8	339:17		
<b>535</b> 5:19 348:4,6	<b>660-7600</b> 3:17	<b>981-4000</b> 3:10		
<b>536</b> 5:21 351:6 351:10,15	<b>660-milligram</b> 126:20	<b>99</b> 183:7		
<b>537</b> 6:3 364:8,9	<b>67-inch</b> 294:17			
<b>540</b> 219:8,9	<b>67634</b> 182:16			
<b>548</b> 217:4	<b>68</b> 110:3,15			
<b>55</b> 18:7	<hr/> <b>7</b> <hr/>			
<b>557</b> 218:8,11	<b>7</b> 70:9			
<b>559</b> 218:17	<b>70</b> 110:9			
<b>57</b> 18:11	<b>70s</b> 357:4			
<b>58</b> 18:10,11	<b>714-7100</b> 2:9			
<b>5th</b> 321:5	<b>76</b> 5:20 348:5			
	<b>7634</b> 182:15			
	<b>778-3000</b> 2:18			
	<b>78</b> 345:10			
<hr/> <b>6</b> <hr/>	<hr/> <b>8</b> <hr/>			
<b>6</b> 63:15 68:17 211:20 212:7	<b>8</b> 13:17 52:9			
236:19 286:6	70:12 71:11,12			
286:12 287:11	71:15 106:9			
288:2 293:22	122:4 158:18			
294:1	177:20 205:19			
<b>6,000</b> 92:15	<b>80</b> 110:9,10,12			
<b>60604</b> 3:16	<b>80s</b> 88:14			
<b>61</b> 85:19 95:12	110:10 173:10			
95:17 96:15,17	181:9,11			
96:18 97:12	349:13			
105:14	<b>81</b> 4:10			
<b>62</b> 226:5,16	<b>816</b> 2:9			
230:3 233:17	<b>85</b> 110:12			
234:10 235:3	299:20 345:10			
235:13 239:2	<b>86</b> 89:15			
240:3,13,17,21	<b>886</b> 84:4 105:10			
241:21 242:5	<b>889</b> 105:9 106:1			
243:2,17	106:3,4,6			
244:18 250:15	<b>891</b> 4:11 82:5			
259:4 261:11	<hr/> <b>9</b> <hr/>			
266:9	<b>9</b> 4:4 72:1 97:21			

Henderson Legal Services, Inc.

202-220-4158

www.hendersonlegalservices.com